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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 25 PM 12:18

June 12, 1997

Via FedEx

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

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****122.50 ****122.50

Re: Incorporation of Government Consultants, Inc.

To whom it may concern:

Please find enclosed notarized Articles of Incorporation, Acceptance of Appointment of Registered Agent and Office for the above-referenced company, and a check in the amount of \$122.50 payable to Florida Secretary of State. Kindly incorporate the above company.

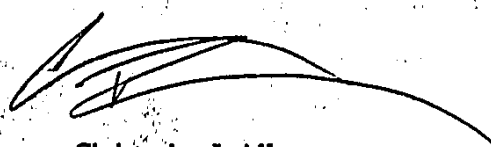
If the information is incomplete or you have any questions, kindly call or fax me at the above numbers.

If possible, please send the certificate of incorporation to my attention at the registered office address as follows:

Christopher J. Allen
8780 Ponce de Leon Rd.
Miami, Florida 33143

Thank you.

Sincerely,



Christopher J. Allen

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D. BROWN JUN 26 1997

**ARTICLES OF INCORPORATION
OF
GOVERNMENT CONSULTANTS, INC.**

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ARTICLE I

CORPORATE NAME

The name of this Corporation shall be:

GOVERNMENT CONSULTANTS, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION

The principal office and mailing address of the Corporation shall be:

3000 Gateway Drive
Pompano Beach, Florida 33069

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock, One Dollar (\$1.00) par value per share. The shares are not divided into classes. The Corporation shall not issue preferred shares or a special class of shares in a series.

ARTICLE IV

INITIAL REGISTERED AGENT AND OFFICE

The Corporation's initial registered agent and office for the purpose of complying with Florida law shall be:

Christopher J. Allen
8780 Ponce de Leon Road
Miami, Florida 33143

Said registered agent is familiar with and accepts the obligations of that position.

ARTICLE V

INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:

Victor A. Hinojosa
5225B West Broward Blvd.
Plantation, Florida 33317

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

Philip A. Lundquist
7 Piedmont Center, Suite 500
Atlanta, Georgia 30305

Victor A. Hinojosa
3000 Gateway Drive
Pompano Beach, Florida 33069

Susumu Amao
3000 Gateway Drive
Pompano Beach, Florida 33069

ARTICLE VII

INITIAL OFFICERS

This Corporation shall have three (3) Officers initially. The number of Officers may either be increased or diminished from time to time pursuant to the By-Laws, but shall never be less than three (3). The names and positions of the initial Officers of this Corporation are:

Victor A. Hinojosa
Susumu Amao
Philip A. Lundquist

President
Vice President
Secretary-Treasurer

ARTICLE VIII

PURPOSE

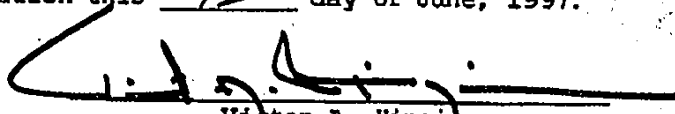
The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IX

COMMENCEMENT

This Corporation shall commence to exist upon issuance of the Certificate of Incorporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12 day of June, 1997.



Victor A. Hinojosa

STATE OF FLORIDA)
 SS
BROWARD COUNTY)

BE IT REMEMBERED that on this day before me, a notary public authorized in the State and County named above to take acknowledgments, personally appeared VICTOR A. HINOJOSA, known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and who acknowledged before me that he executed said Articles of Incorporation.

Personally Known or
Produced Identification X
Type of Identification
Produced: DRIVER Lic. FL.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12 day of June, 1997.


Notary Public
State of Florida at Large

My Commission Expires:

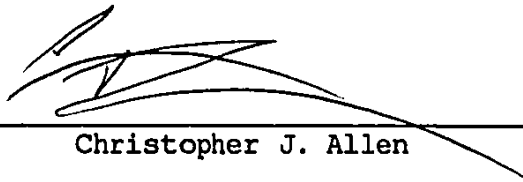


SHARON R. GELEWAKS
My Commission CC569780
Expires Jul. 16, 2000

CERTIFICATE OF ACCEPTANCE
OF APPOINTMENT AS REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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GOVERNMENT CONSULTANTS, INC., having appointed the undersigned as its Registered Agent, and 8780 Ponce de Leon Road, Miami, Florida 33143, as its Registered Office, the undersigned hereby accepts said appointment and agrees to act in said capacity.



Christopher J. Allen