

P970000062PB

JOHN HENDRY
Attorney at Law
Post Office Box 640 30 Hardee Street
LaBelle, FL 33935

Member
Florida Bar
151437

Telephone
(813) 675-1328
Fax
(813) 675-5992

June 16, 1997

Secretary of State
Post Office Box 6327
Tallahassee, FL 32314

RE: Filing Articles of Incorporation
for VOR TECH, INC.

900002218139--1
-06/20/97--01037--013
*****70.00 *****70.00

Dear Clerk:

Enclosed please find Original and a copy of the Articles of Incorporation and a check in the amount of \$70.00 for your filing fee.

Please return all necessary documents to this office, including a copy of the original filed Articles. Thank you for your prompt attention in this matter.

Sincerely,


John Hendry

JH/wp
Encl.

FILED
97 JUL 18 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOHN HENDRY

Attorney at Law

*Member Florida Bar
151437*

*30 Hardee Street, P. O. Box 640
LaBelle, Florida 33975*

*Telephone (941) 675-1328
Fax (941) 675-5992*

June 26, 1997

Secretary of State
Division of Corporations
Attn: Dana Calloway
Post Office Box 6327
Tallahassee, FL. 32314

Re: Ref No.: W97000014559

Dear Ms. Calloway:

I received your letter regarding the Articles of Incorporation for VOR TECH, INC. Enclosed please find the revised Articles of Incorporation for this matter. I checked with your office and was told that adding the word International would eliminate the problem concerning the name availability. If you have any questions regarding this corporation, please do not hesitate to contact our office.

Sincerely,



Wendy Powers
Assistant



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 23, 1997

JOHN HENDRY, ESQUIRE
POST OFFICE BOX 630
LABELLE, FL 33935

SUBJECT: VOR TECH, INC.
Ref. Number: W97000014559

We have received your document for VOR TECH, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 297A00033203



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 1, 1997

JOHN HENDRY, ESQUIRE
POST OFFICE BOX 630
LABELLE, FL 33935

SUBJECT: VOR TECH INTERNATIONAL, INC.
Ref. Number: W97000014559

We have received your document for VOR TECH INTERNATIONAL, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 697A00034407



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 9, 1997

JOHN HENDRY, ESQUIRE
POST OFFICE BOX 640
LABELLE, FL 33935

SUBJECT: VOR TECH INTERNATIONAL, INC.
Ref. Number: W97000014559

We have received your document for VOR TECH INTERNATIONAL, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 697A00034407

JOHN HENDRY

Attorney at Law

*Member Florida Bar
151437*

*30 Hardee Street, P. O. Box 640
LaBelle, Florida 33975*

*Telephone (941) 675-1328
Fax (941) 675-5992*

July 16, 1997

Florida Department of State
Division of Corporations
Attn: Dana Calloway
Post Office Box 6327
Tallahassee, FL. 32314

RE: W97000014559

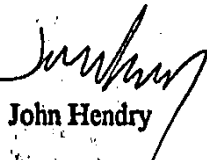
Dear Dana:

This is the third request for a corporation name on the above reference number. I called before I sent the second request and was assured that VOR TECH INTERNATIONAL, INC. was an available name. I received your letter dated July 9, 1997 informing me that the above name is NOT available.

I am now sending the Articles of incorporation for the name VORTEC CONSULTING, INC. I have been informed by Robin Easom in your department that this name is available. If there is any problem with the new name, please contact me. My client is running out of patience with me.

Thank you for your prompt attention with this matter.

Very truly yours,



John Hendry

JH/wp

**ARTICLES OF INCORPORATION
OF
VORTEC CONSULTING, INC.**

FILED

97 JUL 18 PM 12:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I: NAME

The name of the Corporation is: **VORTEC CONSULTING, INC.**

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

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

ARTICLE IV: CAPITAL STOCK

The number of shares of capital stock authorized to be issued by the Corporation will be Twelve Hundred (1,200) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will be JOHN HENDRY, 30 Hardee Street, Post Office Box 640, LaBelle, Florida 33935. The initial street address of the principal office of the corporation in the State of Florida will be 8447 Northwest 51st Place Coral Springs, Florida 33067.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The number of the Directors constituting the initial Board of Directors of the corporation are three, and the names and addresses of the persons who are to serve as the initial directors are:

Richard C. Voories 8447 Northwest 51st Place, Coral Springs, Florida 33067

Janeth Voories 8447 Northwest 51st Place, Coral Springs, Florida 33067

ARTICLE VII: INCORPORATORS

The name and address of the incorporator is: John Hendry, Post Office Box 640, 30 Hardee Street, LaBelle, FL. 33975.

ARTICLE VIII: AMENDMENTS

The Corporation reserves the right to amend or repeal any provision of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX: PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices,

terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X: DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purposes:

1. If that the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the votes of such interested director or directors; or

2. If such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or shareholders.

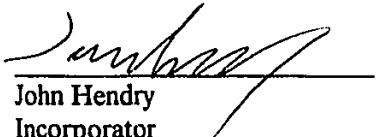
B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

ARTICLE XI: INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for, pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation has executed these Articles of Incorporation.


Dated this 16 day of July, 1997.


John Hendry
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my and I accept the duties and obligations of Section 607.325 Florida Statutes.

Dated this 16 day of July, 1997.


John Hendry
Registered Agent

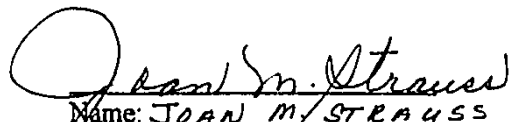
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97 JUL 18 PM 12:36
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF HENDRY

Before me, the undersigned authority, personally appeared John Hendry, to me well known to be the person who executed the foregoing articles of incorporation and acknowledge before me, according to law, that he has made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS THEREOF, I have hereunto set my hand and seal this 16th day of July, 1997.


Name: JOAN M. STRAUSS
Notary Public, State of Florida
Commission # October 24, 1997



JOAN M STRAUSS
My Commission CC325594
Expires Oct. 24, 1997
Bonded by HAI
800-422-1655