

LAW OFFICES

L. VAN STILLMAN, ESQ.

310 YAMATO ROAD

SUITE 1200

BOCA RATON, FLORIDA 33431

TELEPHONE 561.989.8400

797000067007

July 26, 1997

TO: Department of State
Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
97 JUL 31 3:46
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

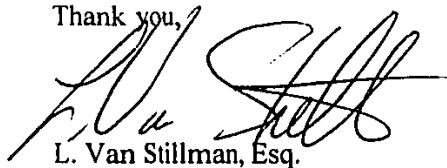
RE: TROY EMPIRE CONSULTING, INC.

Inclosed is a check in the amount of \$122.50 for the filing of the above referenced corporation. Please forward the Certificate of Incorporation and one stamped in copy of the articles to:

L. Van Stillman, ESQ.
301 Yamato Road
Suite 1200
Boca Raton, Florida 33431

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Thank you,


L. Van Stillman, Esq.

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ARTICLES OF INCORPORATION
OF

TROY EMPIRE CONSULTING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is

TROY EMPIRE CONSULTING, INC.

ARTICLE II

The existence of the corporation shall begin on filing.

ARTICLE III

The street address of the principal office of the Corporation is 5054 Knotty Pine Ct., Sanford, Florida 32771.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000 shares, .001 par, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 5054 Knotty Pine Ct., Sanford, Florida 32771. The initial registered agent for the Corporation at that address is David Heredia.

ARTICLE VI

The initial board of directors shall consist of One member. The names and address of the persons who will serve on the initial board of directors are:

| Name | Address |
|---------------|---|
| David Heredia | 5054 Knotty Pine Ct., Sanford, Florida 32771. |

ARTICLE VII

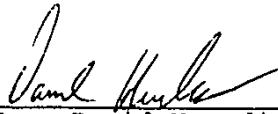
The names and street addresses of the persons signing these articles of incorporation are:

| Name | Address |
|---------------|---|
| David Heredia | 5054 Knotty Pine Ct., Sanford, Florida 32771. |

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

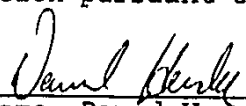
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 28th day of July, 1997.


Name: David Heredia

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TROY EMPIRE CONSULTING, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: David Heredia

Date: July 28, 1997