

110 South Levis Avenue  
Tarpon Springs, FL 34689-4359  
Phone: (813) 937-6113 Fax: (813) 938-1036  
Email: Vinson\_Law@compuserve.com

October 1, 1997

P97000085928

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-10/03/97--01013--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: DANCAR CONSULTING, INC.

Gentlemen:

Articles of Incorporation and a copy for the above named proposed Florida corporation are enclosed for filing. Also enclosed a check in the amount of \$70.00, representing payment of the following:

Filing Fees : \$35.00  
Registered Agent  
Designation : 35.00

Upon filing, please return a copy to my office in the enclosed envelope with the acceptance letter.

Thank you for your assistance in this matter.

Sincerely,

William L. Vinson

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -3 AM 9:59

RP  
10.6.97

ARTICLES OF INCORPORATION

OF

DANCAR CONSULTING, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 OCT -3 AM 9:59

I. CORPORATE NAME

The name of this corporation is:

DANCAR CONSULTING, INC.

II. PRINCIPAL OFFICE OR MAILING ADDRESS

The principal place of business and the mailing address of this corporation are:

110 Athens Street  
Tarpon Springs, FL 34689

III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock.

V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The name and address of the initial Registered Agent of this Corporation are:

WILLIAM L. VINSON  
110 S. Levis Avenue  
Tarpon Springs, FL 34689

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

VII. BOARD OF DIRECTORS.

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

VIII. INITIAL DIRECTORS.

The names of the initial directors of this Corporation and their street addresss are:

RICHARD T. CARBAUGH, JR.  
928 Bayshore Drive  
Tarpon Springs, FL 34689

KATHY L. CARBAUGH  
928 Bayshore Drive  
Tarpon Springs, FL 34689

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until successors are elected or appointed and has qualified, whichever occurs first.

IX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

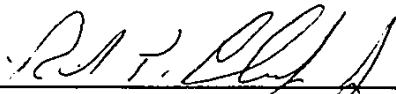
RICHARD T. CARBAUGH, JR.  
928 Bayshore Drive  
Tarpon Springs, FL 34689

X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a

stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 1st day of October, 1997.

  
\_\_\_\_\_  
RICHARD T. CARBAUGH, JR.  
Incorporator

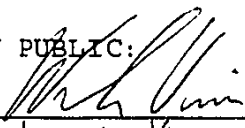
STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing Articles of Incorporation was acknowledged before me this 1st day of October, 1997, by Richard T. Carbaugh, Jr., who is personally known to me ~~or who has produced~~ \_\_\_\_\_  
~~as identification.~~



Wm. L. VINSON  
Notary Public, State of Florida  
My Comm. Expires Apr. 7, 1998  
No. CC 359178  
Bonded Thru Official Notary Service

NOTARY PUBLIC:

sign:   
print: Wm. L. Vinson  
State of Florida at Large (Seal)  
My commission expires:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

97 OCT -3 AM 9:59

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That DANCAR CONSULTING, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 110 Athens Street, Pinellas County, Florida, has named WILLIAM L. VINSON, located at 110 S. Levis Avenue, Tarpon Springs, FL 34689, which is situate in Pinellas County, Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named as registered agent and designated to accept service of process for the above Corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: October 1, 1997



WILLIAM L. VINSON  
Registered Agent