

P97000091517

TRANSMITTAL LETTER

October 1, 1997

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

500002312265--3
-10/06/97--01064--007
*****78.75 *****78.75

RE: **MILLENNIUM CONSULTING, INCORPORATED**
Proposed Corporate Name

Enclosed please find one original and one copy of the articles of incorporation and certificate of designation for registered agent/registered office for the above corporation. The filing fee of \$ 78.75 is enclosed. A certified copy is not requested at this time. Please use the copy herein as file/return copy. Please forward a certificate of status also.

FROM: **ANDREA FARESE**
Incorporator
MILLENNIUM CONSULTING, INCORPORATED

Thank you for your prompt attention to the filing and creation of this new entity.

Sincerely,

Andrea Farese
Andrea Farese

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~~10/9/97 22948~~

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FILED
97 OCT 24 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

: enclosures

Andrea Farese
Millennium Consulting, Inc.
851 W. State Rd 436, Suite 1089
Altamonte Springs, FL 32714



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 8, 1997

ANDREA FARESE
851 WEST STATE ROAD 436
SUITE 1089
ALTAMONTE SPRINGS, FL 32714

SUBJECT: MILLENNIUM CONSULTING, INCORPORATED
Ref. Number: W97000022988

We have received your document for MILLENNIUM CONSULTING, INCORPORATED and your check(s) totaling \$78.75. 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 297A00049323

TRANSMITTAL LETTER

October 1, 1997

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

RE: NEW MILLENNIUM BUSINESS CONSULTING, INCORPORATED
Proposed Corporate Name

Enclosed please find one original and one copy of the articles of incorporation and certificate of designation for registered agent/registered office for the above corporation. The filing fee of \$ 78.75 is enclosed. A certified copy is not requested at this time. Please use the copy herein as file/return copy. Please forward a certificate of status also.

FROM: ANDREA FARESE
Incorporator
NEW MILLENNIUM BUSINESS CONSULTING, INCORPORATED

Thank you for your prompt attention to the filing and creation of this new entity.

Sincerely,


Andrea Farese

: enclosures

**Articles of Incorporation
for
NEW MILLENNIUM BUSINESS CONSULTING, INCORPORATED**

ARTICLE I. CORPORATE NAME

The name of this corporation is: New Millennium Business Consulting, Incorporated.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in the business of creating and delivering skill building and performance training and business consulting, along with any and all other business permitted under the laws of the United States and the great state of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having par value of at least \$ 1.00 per share. Par value may be issued only for consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the board of directors. All shares issued shall be fully paid and non-assessable.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of the articles with the Secretary of State for the State of Florida.

ARTICLE V. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Andrea Farese
851 West State Road 436, Suite 1089
Altamonte Springs, FL. 32714

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

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have one (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders and board of directors, but shall never be less than two (2).

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The name, address and telephone number(s) of the initial members of the board of directors of this corporation is:

- (1) Andrea Farese
851 West State Road 436, Suite 1089
Altamonte Springs, FL 32714
(407) 324-0397

- (2) Donald L. Barnes
499 West State Road 434, Suite 1005
Altamonte Springs, FL 32714
(407) 682-0054

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII INCORPORATORS

The name and street address of the person(s) signing these articles of incorporation as the incorporator(s) is:

- (1) Andrea Farese
851 West State Road 436, Suite 1089
Altamonte Springs, FL 32714

ARTICLE IX. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

851 West State Road 436, Suite 1089, Altamonte Springs, FL 32714

ARTICLE 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 stockholder's 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.

ATTESTATION

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on October 21, 1997.

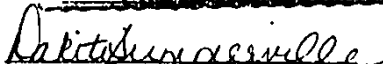


 Andrea Farese
 Incorporator

**State of Florida
County of Orange**

Before me, a Notary Public, personally appeared Andrea Farese known to me to be the person described to me as Incorporator of **NEW MILLENNIUM BUSINESS CONSULTING, INCORPORATED**, and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on October 22, 1997.



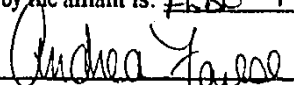


 Printed Name of Notary

My commission expires: _____

My commission number is: _____

The Identification submitted by the affiant is: FN# FL20-000-59-966-0

ANDREA FARESE:  _____

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE

FILED

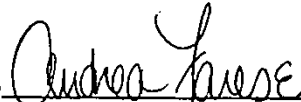
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Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is **NEW MILLENNIUM BUSINESS CONSULTING, INCORPORATED.**
2. The name and address of the registered agent and office is:


ANDREA FARESE
851 WEST STATE ROAD 436, SUITE 1089
ALTAMONTE SPRINGS, FL. 32714

SIGNATURE


ANDREA FARESE
October 21, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE


ANDREA FARESE
October 21, 1997