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October 22, 1997

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Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Subject: Webb-McLeod Management Consultants, Inc.

Enclosed is an original and (1) one copy of the Articles of Incorporation and a check of \$122.50, for Filing Fee and Certified Copy.

Please return the photocopy to me with the filing date stamped on it by way of Federal Express (enclosed also is my airway bill).

Thank you.

Diane M. Webb

Diane M. Webb
1567 Philips Manor Road
Amelia Island, FL 32034
(904) 277-4224

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 23 AM 11:40

10/24/97

Articles of Incorporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 23 AM 11:40

1. The name of the corporation shall be:

Webb-McLeod Management Consultants, Inc.

2. The principal place of business and mailing address of the corporation is:

**1567 Philips Manor Road
Amelia Island, Florida 32034**

3. The corporation shall have the authority to issue 100 shares of stock.
4. The registered agent of the corporation is Diane M. Webb and the registered street address is 1567 Philips Manor Road, Amelia Island, Florida 32034.
5. The initial Board of Directors shall have 1 member whose name and address is: Diane M. Webb, 1567 Philips Manor Road, Amelia Island, Florida 32034.
6. The incorporator of this corporation is Diane M. Webb whose street address is 1567 Philips Manor Road, Amelia Island, Florida 32034.

Dated: October 22, 1997

Diane M. Webb
Incorporator

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 am familiar with and accept the obligations of my position as registered agent.

Dated: October 22, 1997

Diane M. Webb
Registered Agent