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JOHNSON BLAKELY

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DIVISION OF CORPORATIONS

FAX #: (850)922-4001

: JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURN
CONTACT: KRISTEN DECLEENE
PHONE: (813)461-1818

ACCT#: 076666002140

FAX #: (813)441-8617

: ACCORD CONSULTING GROUP, INC.

AUDIT NMBER.....H97000019030

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES.....4

CERT. COPIES.....1

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ARTICLES OF INCORPORATION

OF

ACCORD CONSULTING GROUP, INC.

ARTICLE I - Name and Address

The name of this corporation is ACCORD CONSULTING GROUP, INC. The mailing address of the corporation is: 2452 Channing Circle, Clearwater, Florida 33764. The address of the corporation's principal office is: 2452 Channing Circle, Clearwater, Florida 33764.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 2452 Channing Circle, Clearwater, Florida 33764, and the name of the initial registered agent of this corporation at that address is Doug J. Ebbers.

ARTICLE V - Incorporator

The name and address of the person signing these Articles are:

Name

Address

Doug J. Ebbers

2452 Channing Circle
Clearwater, Florida 33764

Prepared by:
Michael G. Little, Esq.
911 Chestnut Street
Clearwater, FL 33757
(813) 461-1818
FL Bar No. 861677

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ARTICLE VI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ____ day of November, 1997.


DOUG J. EBBERTS

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, ACCORD CONSULTING GROUP, INC., desiring to organize under the laws of the State of Florida, hereby designates DOUG J. EBBERS, located at: 2452 Channing Circle, Clearwater, Florida 33764, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.


DOUG J. EBBERS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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