

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

WALK IN

☒ CERTIFIED COPY

CUS

PHOTO COPY

☒ FILING

Arts

1.) ETOA Consulting, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

EFFECTIVE DATE
11-15-97

FILED
97 NOV 24 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 NOV 18 AM 10:48
DIVISION OF CORPORATIONS

000002355208-8
11/24/97--01040--020
****122.50 ****122.50

11/24/97 897A 56098

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

**ARTICLES OF INCORPORATION
OF
ETOA CONSULTING, INC.**

THE UNDERSIGNED, acting as sole incorporator of **ETOA CONSULTING, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I
NAME**

The name of the Corporation is **ETOA CONSULTING, INC.**

**ARTICLE II
SHARES**

A. Number and Class of Authorized Shares; Par Value. The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class Of Stock</u>
10,000	\$0.01	Class A Common
10,000	\$0.01	Class B Common

The consideration for all of the above stock shall be payable in cash or, in lieu of cash, property (tangible and intangible), labor or services (past, present or future), and at a just valuation to be fixed by the Board of Directors of the Corporation.

B. Statement of Rights and Privileges. Each share of the Corporation's common stock shall have the same rights and preferences as each other share of the Corporation's common stock, except that dividends may be paid on any one class or all classes of common stock as and when declared by the Board of Directors, and in the amount or amounts determined by the Board of Directors, out of any funds of this Corporation legally available for the payment of such dividends, and the amount of such dividends may differ between classes, so long as the amount of any dividend is the same for all shares of the same class.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the Corporation is 2530 Meadowview Circle, Windermere, Florida 34786. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

FILED
97 NOV 24 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
11-15-97

ARTICLE IV
MAILING ADDRESS

The mailing address of the Corporation is 2530 Meadowview Circle, Windermere, Florida 34786.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of the Corporation is 315 E. Robinson Street, Suite 600, Orlando, Florida 32801, and the initial Registered Agent at such address is George A. Golder.

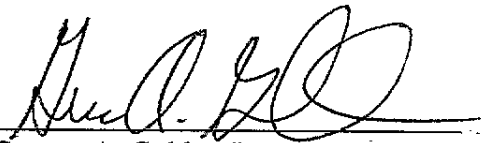
ARTICLE VI
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203(1), Fla. Stat., the Corporation's corporate existence shall be deemed to have commenced at 12:01 a.m. on November 15, 1997, or, if later, such time and date as is five business days prior to the date on which these Articles of Incorporation are filed by the Department of State.

ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the Corporation is George A. Golder, 315 E. Robinson Street, Suite 600, Orlando, Florida 32801.

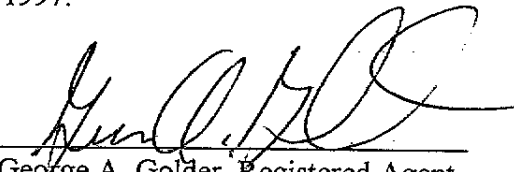
IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 13th day of November, 1997.


George A. Golder, Incorporator

ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the Corporation.

DATED, this 13th day of November, 1997.


George A. Golder, Registered Agent

FILED
97 NOV 24 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA