DD0137H

THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE: 702500 7144761

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: February 11, 1998

ORDER TIME : 11:05 AM

ORDER NO. : 702500-015

CUSTOMER NO:

7144761

600002427676--2 -02/11/98--01056--020

******70.00 ******70.00

CUSTOMER: Douglas D. Chunn, Esq

DOUGLAS D. CHUNN, ESQ.

Suite 130

9424 Baymeadows Road

Jacksonville, FL 32256

DOMESTIC FILING

NAME:

CORPORATE CAPITAL CONSULTING,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

___ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

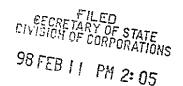
___ PLAIN STAMPED COPY

__ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION OF CORPORATE CAPITAL CONSULTING, INC.



The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I-NAME

The name of this Corporation is Corporate Capital Consulting, Inc.

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal place of business and mailing address of this Corporation are 9424 Baymeadows Road, Suite 130, Jacksonville, Florida 32256.

ARTICLE III-CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock with a par value of \$.01 per share.

ARTICLE IV-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are Douglas D. Chunn, 9424 Baymeadows Road, Suite 130, Jacksonville, Florida 32256.

ARTICLE V-INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI-INCORPORATOR

The name and street address of the incorporator are Douglas D. Chunn, 9424 Baymeadows Road, Suite 130, Jacksonville, Florida 32256.

ARTICLE VII-BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

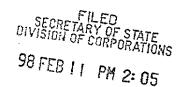
ARTICLE VIII-AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of February, 1998.

Douglas D. Chunn

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE



Pursuant to the provisions of Section 607.0501, Florida Statutes, Corporate Capital Consulting, Inc., 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 Corporate Capital Consulting, Inc.
- 2. The name and address of the registered agent and office are Douglas D. Chunn, 9424 Baymeadows Road, Suite 130, Jacksonville, Florida 32256.

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.

Douglas D. Chunn

Dated: February 9, 1998