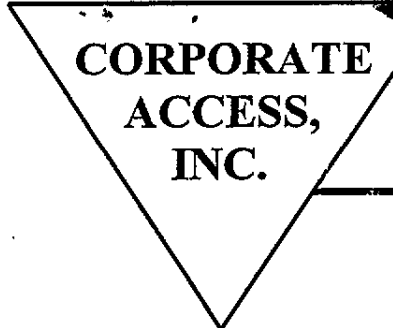


5




**P98000019554**

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

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

**WALK IN**

**PICK UP** 3/2/98 11:00 MT 

X **CERTIFIED COPY** \_\_\_\_\_ **CUS** \_\_\_\_\_

**PHOTO COPY** \_\_\_\_\_ X **FILING** Articles

1.) JDG Management Consulting inc.  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

900002443599--3  
-03/02/98--01027--001  
\*\*\*\*122.50 \*\*\*\*122.50

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 #)

FILED  
98 MAR -2 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SPECIAL INSTRUCTIONS** \_\_\_\_\_

**ARTICLES OF INCORPORATION  
OF  
JDG MANAGEMENT CONSULTING, INC.**

FILED  
98 MAR -2 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, 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 **JDG MANAGEMENT CONSULTING, INC.**

**ARTICLE II - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III - STREET AND MAILING ADDRESS**

The street and mailing address of the Corporation shall be: 5190 West Atlantic Avenue,  
Delray Beach, Florida 33484

**ARTICLE IV - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

## **ARTICLE V - CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock with \$0.01 par value per share.

## **ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 5190 West Atlantic Avenue, Delray Beach, Florida 33484. The name of the initial registered agent of the Corporation at that address is MICHAEL PARK.

## **ARTICLE VII - BYLAWS**

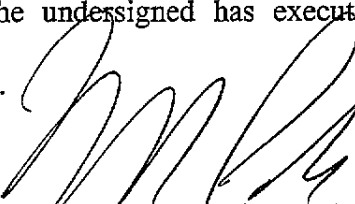
The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

## **ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Michael G. Park	5165 Alton Road Miami Beach, FL 33140

IN WITNESS WHEREOF, the undersigned has executed these Articles of  
Incorporation this 17th day of February, 1998.

A handwritten signature in black ink, appearing to read 'MGP', is written over a horizontal line.

Michael G. Park

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I, Michael G. Park, am familiar with and accept the obligations of the appointment as the initial registered agent of **JDG MANAGEMENT CONSULTING, INC.**, as made in the foregoing Articles of Incorporation.

DATED: February 17, 1998

By: \_\_\_\_\_

  
Michael G. Park

98 MAR -2 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED