MODA

ACCOUNT NO. : 072100000032

REFERENCE :

71<u>1</u>658

113789A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: February 18, 1998

ORDER TIME : 1:04 PM

ORDER NO. : 711658-005

300002445853--8

CUSTOMER NO: 113789A

THE UNITED STATES **CORPORATION**

CUSTOMER: Ms. Laura Arnoff

LAW OFFICES OF RICHARD S.

RACHLIN, P.A. Suite 400

712 U.s. Highway One

North Palm Beac, FL 334084521

DOMESTIC FILING

NAME:

GOVERNMENT INTELLIGENCE &

PROPOSAL RESOURCES, INC.

EFFECTIVE DATE:

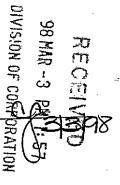
XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

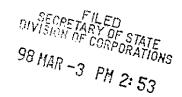
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY _ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:





ARTICLES OF INCORPORATION

OF

GOVERNMENT INTELLIGENCE & PROPOSAL RESOURCES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GOVERNMENT INTELLIGENCE & PROPOSAL RESOURCES, INC.

The address of the principal office of this corporation

shall be 712 U.S. Highway One, Suite 400, North Palm Beach,

Florida 33408, and the mailing address of the corporation shall

be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

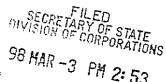
ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Sandra J. Kahn 712 U.S. Highway One, Suite 400 Dir. North Palm Beach, Florida 33408



ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on March 3, 1998.

Incorporator
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:

Its Agent, Gail Shelby

Authorized Service Representative Corporation Service Company

Steel Sholls

DBC/DEBORAH SCHRODER