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NEW FILINGS	AMENDMENTS.		400002	24513844
	Amendment		-03/0	j9/9801164UU3 :122.50 ****122.50
	Resignation of R.A., Officer/Director			<u>-</u>
Limited Liability	Change of Registered Agent			
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Other	Merger			
OTHER FILINGS	REGISTRATION/S QUALIFICATION		•• 10.	
Annual Report Fictitious Name	Foreign			
Name Reservation	Limited Partnership			
	Reinstatement		F. CHESSER MAR 1 0 1998	
	Trademark			
	Other			
		Γ	Examiner's Initials	

CR2E031(1/95)

ARTICLES OF INCORPORATION OF ONE TO ONE MANAGEMENT CONSULTING, IN

98 MAR -9 AM 9: 25
TALLAHASEL FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the Laws of the State of Florida, as a Corporation for Profit, generally, in accordance with the provisions of Chapter 607 of the Florida Statutes and other appropriate laws and statutes of this jurisdiction.

ARTICLE I

THE NAME of this Corporation shall be ONE TO ONE MANAGEMENT CONSULTING, INC.

ARTICLE II

THE GENERAL NATURE of the Business to be transacted shall be the transaction of any and all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE III

THE AMOUNT OF CAPITAL STOCK authorized shall be ONE HUNDRED SHARES of common stock of one class, with nominal par value of \$1.00 per share.

ARTICLE IV

THE AMOUNT OF CAPITAL with which this corporation shall begin business shall be not less than \$100.00.

ARTICLE V

THE TERM for which this corporation shall exist shall be perpetual, UNLESS the same is legally dissolved.

ARTICLE VI

THE POST OFFICE ADDRESS of the principal officer shall be:

P. O. Box 916231 Longwood, FL 32791-6231

ARTICLE VII

THE NAMES AND POST OFFICE ADDRESSES of the members of the first Board of Directors and the first Officers of the Corporation who shall hold office until their successors have been elected and qualified are:

NAME AND ADDRESS

POSITION

MIRMA JOICE ARBUCIAS 602 SAN SEBASTIAN PRADO ALTAMONTE SPRINGS, FL 32714-2239 PRESIDENT

ANTHONY ARBUCIAS 602 SAN SEBASTIAN PRADO ALTAMONTE SPRINGS, FL 32714-2239 VICE PRESIDENT

JOYCE ARBUCIAS BEALS 602 SAN SEBASTIAN PRADO ALTAMONTE SPRINGS, FL 32714-2239 SECRETARY

IBRA BAUZA MORALES 602 SAN SEBASTIAN PRADO ALTAMONTE SPRINGS, FL 32714-2239

TREASURER

ARTICLE VIII

THE NUMBERS OF DIRECTORS shall not be less than One (1) nor more than Four (4).

ARTICLE IX

THE NAMES AND POST OFFICE ADDRESSES of each subscriber of these Articles and Certificates of Incorporation, the number of shares subscribed for by each, and the value of the consideration therefore, the total aggregate amount of which is not less than the amount of capital with which the corporation shall begin business are:

NAME AND ADDRESS	<u>SHARES</u>	<u>VALUE</u>
MIRMA JOICE ARBUCIAS 602 SAN SEBASTIAN PRADO ALTAMONTE SPRINGS, FL 32714-2239	51	\$51.00
ANTHONY ARBUCIAS 602 SAN SEBASTIAN PRADO ALTAMONTE SPRINGS, FL 32714-2239	16	\$16.00
JOYCE ARBUCIAS BEALS 602 SAN SEBASTIAN PRADO ALTAMONTE SPRINGS, FL 32714-2239	16	\$16.00

ARTICLE X

THE AMOUNT OF INDEBTEDNESS which this corporation can at any time and in any lawful manner incur shall be unlimited.

ARTICLE XI

MIRMA JOICE ARBUCIAS, 602 SAN SEBASTIAN PRADO, ALTAMONTE SPRINGS, FL 32714-2239, is hereby designated as the Registered Agent of the corporation for the service of process within this State.

ARTICLE XII

The foregoing Articles are to be construed as independent objects, purposes, and powers in the operation of this corporation and all in furtherance and not in limitation of the general powers conferred by the Laws of this State of Florida, upon corporations organized thereunder, and the enumeration of these specific powers set forth in these Articles shall not be construed to limit or restrict any manner the general powers of this Corporation as conferred upon it by the law or statutes of the State of Florida.

IN WITNESS WHEREOF, we have hereunto set our respective hands and seals this day of FEBRUARY, 1998.

MIRMA JOICE ARBUCIAS, President

NTHONY ARBUCIAS, Vice President

TOYCE ARBUCIAS BEALS, Secretary

IBRA BAUZA MORALES, Treasurer

STATE OF FLORIDA COUNTY OF SEMINOLE

This day, personally appeared before me, MIRMA JOICE ARBUCIAS as President, ANTHONY ARBUCIAS, as Vice President, JOICE ARBUCIAS BEALS, as Secretary, and IBRA BAUZA MORALES, as Treasurer, who acknowledged they executed the foregoing Articles of Incorporation, and they are personally known to me.

IN WITNESS WHEREOF, I have hereunto set my official hand and seal this day of FEBRUARY, 1998.

Notary Public: I.F. WALKER My Commission Expires:

1. F. WALKER
MY COMMISSION # CC399504 EXPIRES
August 10, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

I, MIRMA JOICE ARBUCIAS, do hereby accept the designation of and age

as Resident Agent of the above corporation.

MIRMA JOICE ARBUCIAS 602 SAN SEBASTIAN PRADO

ALTAMONTE SPRINGS, FL 32714-2239

(407) 862-6454