

TCC

THE COMPANY CORPORATION

1313 North Market Street
Wilmington, DE 19801-1151
Phone: 302.575.0440
Fax: 302.575.1346
Toll Free: 800.542.2677
www.incorporate.com

P98000002370E

January 9, 1998

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: J.A.S. INC.
P3277950J.MYE

300002407013--5
-01/21/98--01087--004
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for J.A.M. INC.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,


Wendy Snow
Corporate Service Incorporator

enc.



FILED
98 MAR 12 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QN 3-12-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 19, 1998

TCC (3RD REJECT)
ATTN: WENDY SNOW
1313 N. MARKET ST.
WILMINGTON, DE 19801-1151

SUBJECT: T.G.L. INC.
Ref. Number: W98000003698

We have received your document for T.G.L. INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

PLEASE CALL ME TO CHECK THE STATUS ON SEVERAL NAMES FOR THIS CORPORATION.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

John Nedeau
Document Specialist

Letter Number: 598A00009522

**ARTICLES OF INCORPORATION
OF
Hi-Tech & Consulting Inc. of Fla.**

FILED
98 MAR 12 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation shall be **Hi-Tech & Consulting Inc. of Fla.**
- SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.
- THIRD: The principal address of the corporation is 501 Golf Tee Lane, Suite 221, Longwood, FL 32779.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
- FIFTH: The total authorized stock of this corporation is divided into 1,500 share(s) at no par value.
- SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Joyce A. Meyers 501 Golf Tee Lane, Suite 221, Longwood, FL 32779.
- SEVENTH: The duration of the corporation is perpetual.
- EIGHT: This is a Close Corporation.

incorporator(s) are as follows:

Wendy Snow c/o The Company Corporation
1313 N. Market Street
Wilmington, DE 19801

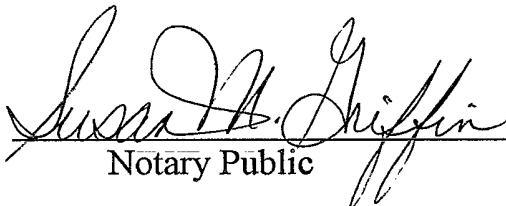
We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 16th day of February, 1998.



State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 16th day of February 1998, by Wendy Snow.



Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wendy Snow, 1313 N. Market Street, Wilmington, DE 19801 (302) 575-0440.

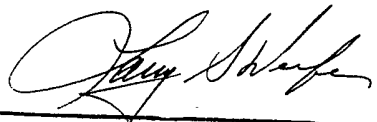
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.

FILED
98 MAR 12 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 43.091, Florida Statutes, the following is
submitted:

First, this Hi-Tech & Consulting Inc. of Fla.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of Longwood, State of
Florida, has named Larry Wolfe located at
200-A John Knox Road Tallahassee, FL 32303
_____ as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act
in this capacity, and I further agree to comply with the provisions of all
statutes relative to the proper and complete performance of my duties.



January 8, 1998
Date