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D.S. Keck & Co.
600 So. Federal Hwy. # 212
Deerfield Beach, Fl. 33441
(954)420-0707

Date March 17, 1998

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-03/25/98--01034--019
*****70.00 *****70.00

Corporate Records Bureau
Division of Corporations
Dept of State
PO Box 6327
Tallahassee, Fl. 32301

Re: G.W. CONSULTING, INC.

Gentlemen:

Enclosed for filing please find, in duplicate, the Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$70.00 representing the following:

Filing fees	\$35.00
Registered Agent Designation	<u>35.00</u>
	\$70.00

I would appreciate your recording this corporation and returning same to our office at your earliest convenience.

Very truly yours,

Diannie K. Hart

FILED
98 MAR 25 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 26 1998

**Articles of Incorporation
of
G.W. CONSULTING, INC.**

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be:

G.W. CONSULTING, INC.

The principal place of business of this corporation shall be:

434 Lakeview Drive # 104
Ft. Lauderdale, Fl. 33326

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

FILED
98 MAR 25 PM 12:50
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V OFFICERS DIRECTORS

The names(s) and street address(es) of the initial officer(s) and director(s), if any who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

GERARD WARBURTON 434 Lakeview Drive # 104 Pres. - Sec.
Ft. Lauderdale, Fl. 33326

ARTICLE VI INCORPORATORS

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

GERARD WARBURTON 434 Lakeview Drive # 104
Ft. Lauderdale, Fl. 33326

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation this day of March, 1998.

Signature(s) of Incorporator(s)

Gerard A. Warburton

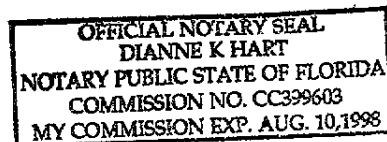
STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day of March 1998 personally came and appeared before me, the undersigned authority, Gerard Warburton, who is/are personally know to me or who produced Florida Drivers' License No. (N/A) to be the person(s) described in and who acknowledges to me the he/they executed the foregoing Certificate of Incorporation as his free and voluntary act and deed for the uses and purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year above written.

Dianne K. Hart
Notary Public

My commission expires August 10, 1998
Commission Number: CC399603



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, 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:
G.W. CONSULTING, INC.
2. The name and address of the registered agent and office is:

GERARD WARBURTON
434 LAKEVIEW DRIVE # 104
FT. LAUDERDALE, FL. 33326

HAVING BE 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.



Signature

FILED
98 MAR 25 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA