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MERETTE L. OWEIS

April 21, 1998

Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

600002497626--2
-04/23/98--01038--018
****122.50 ****122.50

RE: Sharcom Consulting, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed please find our check in the amount of \$122.50.

I would appreciate it if you would file the Articles of Incorporation and return a copy to our office.

Thank you for your kind attention to this matter.

Sincerely,

Harold E. Barker

HAROLD E. BARKER

HEB/smm
Enclosures
F:\wp51\co\sharcom\division.ltr

Signed in his absence
to avoid delay in mailing.

FILED
98 APR 23 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

4-21-98

Q4-21-98

EFFECTIVE DATE

4-21-98

FILED
98 APR 23 AM 9:19
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SHARCOM CONSULTING, INC.

ARTICLE I - NAME

The name of this corporation is SHARCOM CONSULTING, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of execution of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - COMMENCEMENT OF CORPORATE BUSINESS

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and agent is Sharon Comkowycz, 7 Bridgewater Drive, Winter Haven, Florida 33884.

ARTICLE VI - ADDRESS OF PRINCIPAL OFFICE

The mailing address for this corporation is 7 Bridgewater Drive, Winter Haven, Florida 33884.

ARTICLE VII - CAPITAL STOCK

Number. The aggregate number of shares that the corporation shall have the authority to issue is one thousand (1000) shares of Capital Stock with a value of \$1.00 per share.

Initial Issue. One hundred (100) shares of the Capital Stock of the corporation shall be issued for cash at a value of \$1.00 per share.

Stated capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stock. The shares of the corporation are not to be divided into classes.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in accordance with the by-laws. The name and address of the initial director is:

<u>NAME</u>	<u>ADDRESS</u>
Sharon Comkowycz	7 Bridgewater Drive Winter Haven, Florida 33884

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is Sharon Comkowycz, 7 Bridgewater Drive, Winter Haven, Florida 33884.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, in accordance with the provisions

of the Bylaws of the corporation.

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation, this 21st day of April, 1998.

Sharon Comkowycz
Sharon Comkowycz, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this
21st day of April, 1998 by Sharon Comkowycz, who is
personally known to me or who has produced _____, as
identification and who did (did not) take an oath.



SHERRY M. MARVIN
COMMISSION # CC 481390
EXPIRES SEP 3, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

Sherry M. Marvin
Name: Sherry M. Marvin
Notary Public, State of Florida
My Commission expires:
Commission #:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Sharon Comkowycz, being appointed in the
foregoing Articles of Incorporation as the registered agent for
SHARCOM CONSULTING, INC., accepts the appointment as registered
agent for said corporation this 21st day of April, 1998.

Sharon Comkowycz
Sharon Comkowycz

EFFECTIVE DATE

4-21-98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 23 AM 9:19

FILED