

PA 8000059967



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 882417 7153703

AUTHORIZATION :

COST LIMIT :

Patricia Pizut
\$ 90.00

ORDER DATE : July 7, 1998

ORDER TIME : 12:55 PM

ORDER NO. : 882417-005

CUSTOMER NO: 7153703

CUSTOMER: Ms. Debbie Perez
FERNANDO PEREZ, ESQ.

Suite 2400
401 E. Jackson Street
Tampa, FL 33602

700002581827--2

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -7 PM 2:38

DOMESTIC FILING

NAME: WILLIAM J. PALMER
CONSULTING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED
98 JUL -7 PM 1:13
DIVISION OF CORPORATIONS

J 7/7/98

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**ARTICLES OF INCORPORATION
OF
WILLIAM J. PALMER CONSULTING, INC.**

ARTICLE I - NAME, PRINCIPAL ADDRESS AND MAILING ADDRESS

The name of the Corporation shall be **WILLIAM J. PALMER CONSULTING, INC.**
The principal and mailing address of the corporation shall be 800 Trafalgar Ct., Suite 200,
Maitland, FI 32751.

ARTICLE II - CAPITAL STOCK

The Corporation is authorized to issue one thousand (1,000) shares of capital stock
of the par value of One Dollar (\$1.00) which shall be designated "Common Shares," and
all of which shall have the same rights and privileges.

ARTICLE III - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of
the same kind, class or series as that which they already hold, shall have the right to
purchase their pro rata share thereof (as nearly as may be done without issuance of
fractional shares) at the price at which it is offered to others.

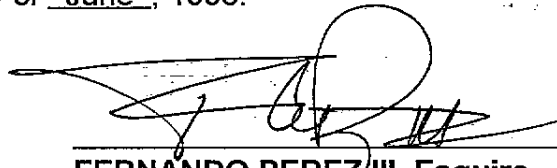
ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 401 E.
Jackson St., Suite 2400, Tampa, Florida 33602, and the name of the initial registered
agent of the Corporation at that address is **FERNANDO PEREZ III, Esquire.**

ARTICLE V - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is
**FERNANDO PEREZ III, Esquire, 401 East Jackson Street, Suite 2400, Tampa, Florida
33602.**

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles
of Incorporation this 30th day of June, 1998.



FERNANDO PEREZ III, Esquire
Incorporator

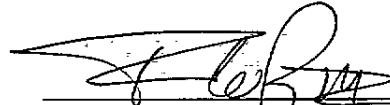
**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

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

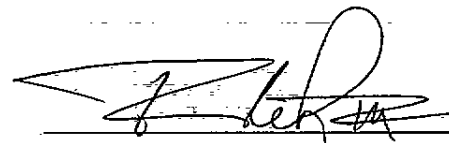
That **WILLIAM J. PALMER CONSULTING, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal office at 800 Trafalgar Ct., Suite 200, Maitland, Fl 32751, has named **Fernando Perez III, Esquire**, at 401 E. Jackson St., Suite 2400, Tampa, Florida 33602, as its agent to accept service of process within Florida.

Dated: 6/30/98



Fernando Perez III, Incorporator

Having been named to accept service of process for the above named 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 performance of my duties.



**Fernando Perez III, Esquire
Registered Agent**