XXX 3510



ACCOUNT NO. : 072100000032

REFERENCE: 974407 80895A

AUTHORIZATION :

ORDER DATE : September 25, 1998

ORDER TIME: 11:15 AM

ORDER NO. : 974407-005

CUSTOMER NO: 80895A

CUSTOMER: Hubert B. Shenkin, Esq

HUBERT B. SHENKIN, ESQ

Suite 302

6971 North Federal Highway

Boca Raton, FL 33487

DOMESTIC FILING

NAME:

THE HUMAN FACTORS GROUP, INC.

100002649171--1

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

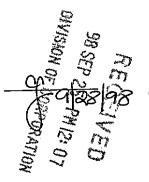
CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:





FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

DIVISION OF CORPORATIONS

98 SEP 28 PM 12: 31

September 25, 1998

RESUBMIT

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: THE HUMAN FACTORS GROUP, INC.

Ref. Number: W98000022046

We have received your document for THE HUMAN FACTORS GROUP, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

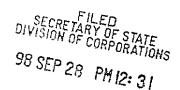
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 198A00048447

ARTICLES OF INCORPORATION OF THE HUMAN FACTORS GROUP, INC.



THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation.

ARTICLE 1

The name of the corporation shall be:

THE HUMAN FACTORS GROUP, INC.

ARTICLE II

The corporation shall commence to be in existence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida and the term of existence shall be perpetual.

ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue is 500 shares, all of which shall be common shares with individual par value of \$1.00.

ARTICLE V

The street address of the initial registered office of the corporation shall be THE HUMAN FACTORS GROUP, INC.,1599 N.W. 13th Ave., Boca Raton, FL 33486, and the name of the initial registered agent at that address shall be VINCENT CANTWELL.

VINCENT CANTWELL

ARTICLE VI

The initial Board of Directors of the Corporation shall consist of one member:

VINCENT CANTWELL, 1599 N.W. 13th Ave., , Boca Raton, FL 33486

ARTICLE VII

The address of the principal office of this Corporation shall be:

THE HUMAN FACTORS GROUP, INC., 1599 N.W. 13th Ave., , Boca Raton, FL 33486

ARTICLE VIII

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ______ day of ______, 1998.

VINCENT CANTWELL
THE HUMAN FACTORS GROUP, INC.

1599 N.W. 13th Ave., , Boca Raton, FL 33486

STATE OF Maryland
COUNTY OF Ahne Anuals

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared VINCENT CANTWELL known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; personally known, and that an oath was taken.

Witness my hand and official seal in the County and State last aforesaid this 22 day of

THE R.D. 1970

My Commission Expires: 10 Jan. 1999

Notary Signature

MIRIAM J. TAYLOR

Printed Notary Signature

The following is submitted, in compliance with Chapter 48.09l, Florida Statutes.

THE HUMAN FACTORS GROUP, INC..

a corporation organizing under the laws of the State of Florida with its principal office located at THE HUMAN FACTORS GROUP, INC., 1599 N.W. 13th Ave., , Boca Raton, FL 33486 has named VINCENT CANTWELL located at THE HUMAN FACTORS GROUP, INC., 1599 N.W. 13th Ave., , Boca Raton, FL 33486 , as its agent to accept service of process within this State.

OFFICERS AND DIRECTORS

NAME

TITLE

SPECIFIC ADDRESS

VINCENT CANTWELL

PRES./DIR.

1599 N.W. 13th Ave., Boca Raton, FL 33486 DIVISION OF CORPORATIONS

98 SEP 28 PM 19: 31

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at above Florida designated address) in some conspicuous place in the office as required by Law.

VINCENT CANTWELL

THE HUMAN FACTORS GROUP, INC.

1599 N.W. 13th Ave.,

Boca Raton,FL 33486