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ARTICLES OF INCORPORATION

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MindPower Consulting Group, Inc.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I - NAME

EFFECTIVE DATE

The name of this Corporation is MindPower Consulting Group, Inc., and the principal business address of the Corporation is 2575 Twin Springs Drive South, Jacksonville, FL 32246.

ARTICLE II - COMMENCEMENT AND DURATION

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the date of execution of these Articles of Incorporation. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL

This Corporation is authorized to issue 1,000 shares of Common Stock, all of which shall have a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8375 Dix Ellis Trail, Suite 401, Jacksonville, Florida, 32256, and the name of its initial registered agent at such address is Scott W. Fallar.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2), and the names and addresses of the people who are to serve as the members thereof are:

<u>Name</u>	Address
Benjamin B. Maschan	2575 Twin Springs Drive South Jacksonville, Florida 32246
Michael G. Anderson	3982 Eunice Road Jacksonville, Florida, 32250

ARTICLE VII - OFFICERS

The officers of this corporation shall be as follows:

<u>Name</u>	<u>Title</u>	Address
Benjamin B. Maschan	President/Secretary	2575 Twin Springs Drive South Jacksonville,FL. 32246
Michael G. Anderson	V.President/Treasurer	3982 Eunice Road Jacksonville Fl. 32250

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

Name

Address

Scott W. Fallar

8375 Dix Ellis Trail Suite 401 _____ Jacksonville, FL 32256

Scott W. Fallar

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that MindPower Consulting Group, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Scott W. Fallar, 8375 Dix Ellis Trail, Suite 401, Jacksonville, Florida, 32256, as its agent to accept service of process within Florida.

Scott W. Fallar, Incorporator

Date: October 9, 1998

Having been named to accept service of process for the abovestated corporation, at the place designated in this certificate, Scott W. Fallar hereby agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Name:

Scott W. Fallar

Address:

8375 Dix Ellis Trai

Suite 401

Jacksonville, FL 32256

Date: October 9, 1998

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