

PPS00000909/4

Division of Corporations
Department of State
P. O. 6327
Tallahassee, Fl. 32314

Dear Division of Corporations:

200002663852--6
-10/14/98--01076--001
*****70.00 *****70.00

Enclosed please find Articles of Incorporation for

Edwards Consulting Services

along with a check in the amount of \$70.00 for filing fee and designation of
registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the
filing date stamped on it in the enclosed envelope.

Thank You,

Robert E. Sarlous

Robert E. Sarlous

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98 Oct 23 PM 3:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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98 Oct 23 PM 3:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

October 15, 1998

ROBERT E. SARLOUS
8310 MEADOW BROOK DRIVE
C14
LARGO, FL 33777

SUBJECT: EDWARDS CONSULTING SERVICES
Ref. Number: W98000023405

We have received your document for EDWARDS CONSULTING SERVICES and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 198A00051022

Articles of Incorporation

Professional Association

1. The name of the corporations is: Edwards Consulting Services, Inc.

2. The purpose for which this corporation is organized is:

Human Resource Systems Consulting

3. The principal place of business and mailing address of the corporation is:

8310 Meadow Brook Dr.
C14
Largo, Florida 33777

4. The corporation shall have the authority to issue 100 shares of common Stock, in one class only, each with a par value of \$ 1.00

5. The registered agent of the corporation is Robert E. Sarlous and the registered address is:

8310 Meadow Brook Dr.
C14
Largo, Florida 33777

6. The initial Board of Directors shall have 1 (one) member(s) whose name(s) and address(es) is/are as follows:

Robert E. Sarlous
8310 Meadow Brook Dr.
C14
Largo, Florida 33777


The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

7. The incorporator of this corporation is Robert E. Sarlous whose address is

8310 Meadow Brook Dr.
C14
Largo, Florida 33777

Dated

10/12/98

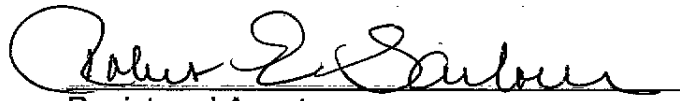

Incorporator

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TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as

registered agent and agree to the act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated 10/12/98


Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA