10000C

THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 07210000032

REFERENCE: 154409 81365A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: March 2, 1999

ORDER TIME : 4:33 PM

ORDER NO. : 154409-005

CUSTOMER NO: 81365A

CUSTOMER: Jay D. Passer, Esq

JAY D. PASSER, P.A. JAY D. PASSER, P.A.

Suite 322

4100 West Kennedy Boulevard

Tampa, FL 33609

DOMESTIC FILING

NAME: TCS CONSULTING GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

PLAIN STAMPED COPY CERTIFIED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

800002792838--3 -03/03/99--01005--009 *****70.00 *****70.00

SECRETARY OF STATE DIVISION OF CORPORATIONS

99 MAR - 3 PM 3: 18

ARTICLES OF INCORPORATION

OF

TCS CONSULTING GROUP, INC.

ARTICLE I - NAME

The name of this corporation is TCS CONSULTING GROUP, INC.

ARTICLE II - DURATION

The duration of the corporation is perpetual.

ARTICLE III - COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence at the time that the Articles of Incorporation are filed with the Secretary of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V - STOCK

The aggregate number of shares which the corporation is authorized to issue to shareholders is 100 shares. Such shares shall be of a single class and have a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The mailing address of this corporation is 4100 W. Kennedy Blvd., Suite 202A, Tampa, FL 33609 and the name of the initial registered agent of this corporation is THUONG V. NGUYEN, and his address is 8903 SouthBay Drive, Tampa, FL 33615.

He does hereby state that he accepts appointment as registered agent.

THUONG V. NGYEN

Initial Registered Agent

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws. The names and addresses of the initial directors of this corporation is:

1. THUONG V. NGUYEN: 8903 SouthBay Drive, Tampa, FL 33615

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

THUONG V. NGUYEN 8903 SouthBay Drive Tampa, FL 33615

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has this 25^{4} day executed these Articles of Incorporation, February, 1999.

THUONG V NGUYEN Incorporator