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LAW OFFICES OF JUSTIN G. JOSEPH, P.A.
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March 23, 1999

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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-03/26/99-01058-013
*****70.00 *****70.00

RE: Hickert Consulting, Inc.

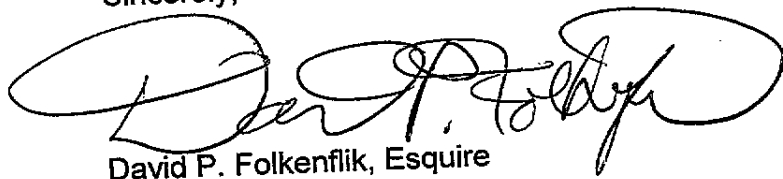
Dear Sir:

Enclosed for filing with your office, please find Articles of Incorporation for Hickert Consulting, Inc., a corporation for profit.

Additionally, I am enclosing my client's check in the amount of \$70.00 to cover the proper fees. Please forward confirmation of filing as soon as it has been completed. If you have any questions, please call me.

Thank you for your assistance in this matter.

Sincerely,



David P. Folkenflik, Esquire

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encs.

99 MAR 26 PM 2:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED



ARTICLES OF INCORPORATION

OF

HICKERT CONSULTING, INC.

The undersigned Paul R. Hickert does hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The names of this corporation shall be HICKERT CONSULTING, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted is Computer Software Consulting.

The corporation is organized for the purpose of transacting any and all other lawful business and is organized to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Thousand (1,000) shares of common stock with par value of One Dollar (\$1.00).

The initial stockholder(s) shall be Paul R. Hickert. Initial stock issued shall be One Thousand (1,000) shares to Paul R. Hickert.

The One Thousand (1,000) shares held by the initial stockholders as listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 2240 Belleair Road, Suite 140, Clearwater, Florida 33764, and the name of the initial registered agent of this corporation at that address is J. Michael Daily, CPA.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will have directors.

ARTICLE VII

OFFICERS OF THE CORPORATION

The officers of the corporation shall be Paul R. Hickert, President, and Secretary/Treasurer.

ARTICLE VIII

INCORPORATORS

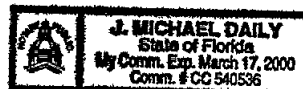
The name and address of the initial incorporator to these Articles of Incorporation are:

<u>Paul R. Hickert</u>	<u>209 Crestwood Lane</u>
	<u>Clearwater, FL 33764</u>

STATE OF FLORIDA)
) SS:
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 19 day of MARCH, 1999, by Paul R. Hickert, who is personally known to me or who has produced (X) a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did) (did not) take an oath.

J. Michael Daily
Name: _____
Notary Public-State of Florida
Commission No.: CC-540536



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
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:

HICKERT CONSULTING, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Clearwater, State of Florida, has named J. Michael Daily, CPA, located at 2240 Belleair Road, Suite 140, Clearwater, FL 33764, as its agent to accept service of process within Florida.

SIGNATURE: Paul R. Hickert

TITLE: INCORPORATOR

DATE: 3/19/99

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

J. Michael Daily CPA
J. MICHAEL DAILY, CPA

3/19/99
Date

FILED
99 MAR 26 PM 2:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA