

P99000042408

LASKY, BIGGE & RODRIGUEZ

Attorneys at Law

315 N.E. Third Avenue

2nd Floor

Fort Lauderdale, FL 33301

(954) 462-7979

Fax: (954) 462-8411

Susan D. Lasky, Esq.

Robert J. Bigge, Jr., Esq.

Raysa I. Rodriguez, Esq.

May 3, 1999

Clerk

Division of Corporations

Florida Department of State

P.O. Box 6327

Tallahassee, FL 32314

Southwest

re: EDGEWATER CONSULTANTS OF FLORIDA, INC.

300002863613--9

-05/05/99-01059-016

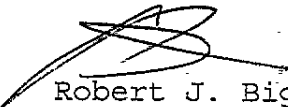
****122.50 *****78.75

Dear Sir or Madam Clerk:

Enclosed please find original Articles of Incorporations and Certificate of Registered Agents, and filing charges. After incorporation, kindly forward the documents to my office.

If you have any questions please do not hesitate to contact my office.

Very truly yours,


Robert J. Bigge, Jr.

RJB/vl

encl.

FILED
99 MAY -5 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robert J. Bigge, Jr. GAVE
AUTHORIZATION BY PHONE TO
CORRECT art I
DATE 5-10-99
DOC. EXAM BR

B. REGISTER MAY 11 1999

ARTICLES OF INCORPORATION
OF
EDGEWATER CONSULTANTS OF SOUTHWEST FLORIDA, INC.

The undersigned subscriber to these Articles of Incorporation, hereby forms this corporation under the Laws of the State of Florida.

Article I-Corporate Name

EDGEWATER CONSULTANTS OF SOUTHWEST FLORIDA, INC.

Article II-Duration

This corporation shall exist perpetually unless dissolved according to Florida Law.

Article III-Purpose

The corporation is organized for purpose of engaging in any business or activity permitted under the laws of the State of Florida and the United States.

Article IV-Capital Stock

The Corporation is authorized to issue 5000 shares of common stock of \$1.00 par value, which shall be designated "Common Stock."

Article V-Initial Registered Agent and Office

Robert J. Bigge, Jr.
315 NE Third Avenue
Ft. Lauderdale, FL 33301

Article VI-Principal Mailing Address of Corporation

William Bigge
3789 NE 167th St.
North Miami Beach, FL 33160

FILED
99 MAY -5 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VII-Initial Board of Directors

This corporation shall consist of one directors initially, but shall never have less than one. The names of the initial director is:

William Bigge

Article VIII-Incorporators

The name and address of the incorporator signing these Articles of Incorporation is:

Robert J. Bigge, Jr.
315 NE Third Avenue
Ft. Lauderdale, FL 33301

Signed: _____

Robert J. Bigge, Jr.

State of Florida
County of Broward

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, appeared Robert J. Bigge, Jr., personally known to me or produced identification, Drivers License, who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

I hereby affix my hand and seal, in the State and County aforesaid this 3rd day of May, 1999.

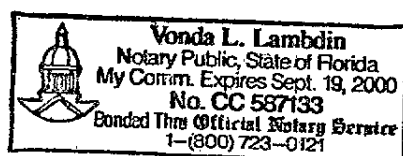
Vonda L. Lambdin

Vonda L. Lambdin

Signature of Notary

Printed Name of Notary

My commission expires: 9/19/2000



CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT
OF
EDGEWATER CONSULTANTS OF SOUTHWEST FLORIDA, INC.

Pursuant to Florida Statute Section 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:


315 NE Third Avenue
Ft. Lauderdale, FL 33301

has named: Robert J. Bigge, Jr.

located at the aforesaid address, as its Registered Agent to accept service of process within the State.

Acknowledgment:

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Bigge

Registered Agent

FILED
99 MAY -5 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA