

TRANSMITTAL LETTER
P99000069524

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

SUBJECT: Hill Consulting, Inc.
(Proposed corporate name - must include suffix)

200002951332--0
-08/05/99--01053--001
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Jessie A. Hill, Jr.
Name (Printed or typed)

3305 Clifden Dr.
Address

Tallahassee, FL 32308
City, State & Zip

850-668-0925
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG -5 AM 11:58

APPROVED
AND
FILED

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: *Hill Consulting, Inc.*

APPROVED AND FILED
99 AUG -5 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*3305 Clifden Dr.
Tallahassee, FL 32308*

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

*3305 Clifden Dr.
Tallahassee, FL 32308*

Jessie A. Hill, Jr.

ARTICLE V INCORPORATOR

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

*Jessie A. Hill, Jr.
3305 Clifden Dr.
Tallahassee, FL 32308*

[Signature]

Signature/Incorporator

Aug 5, 1999

Date

(An additional article must be added if an effective date is requested.)

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 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 I am familiar with and accept the obligations of my position as registered agent

[Signature]

Signature/Registered Agent

Aug 5, 1999

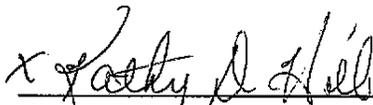
Date

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

APPROVED
AND
FILED
59 AUG - 5 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

HILL CONSULTING, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated 3305 Clifden Drive, Tallahassee, Florida 32308, as its initial Registered Office and has named Jessie A. Hill, Jr. located at said address as its initial Registered Agent.

x 
KATHY D. HILL
President

Date: 8/5/99

Having been named registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.


JESSIE A. HILL, JR.
Registered Agent

Date: 8/5/99