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THE UNITED STATES
CORPORATION
COMPANY

99 NOV 12 PM 1:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 471964 7197302

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Piggitt

ORDER DATE : November 8, 1999

ORDER TIME : 10:34 AM

ORDER NO. : 471964-005

CUSTOMER NO: 7197302

CUSTOMER: Mr. Mark E. Neubauer
MR. MARK E. NEUBAUER
MR. MARK E. NEUBAUER
2703 Phillips Park Court

100003042701--6

Winter Park, FL 32789

DOMESTIC FILING

NAME: NEUBAUER CONSULTING INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

PH 11/12/99

LEGISLATIVE DIVISION
TALLAHASSEE, FLORIDA

99 NOV 12 PM 12:12

RECEIVED

ARTICLES OF INCORPORATION
OF

FILED
99 NOV 12 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEUBAUER CONSULTING INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NEUBAUER CONSULTING INC.

The address of the principal office of this corporation shall be 2703 Phillips Park Court, Winter Park, Florida 32789, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 7103 University Boulevard, Winter Park, Florida 32792, and the name of the initial registered agent of the corporation at that address is Kimberly S. Jones.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Mark E. Neubauer	2703 Phillips Park Court
Dir.	Winter Park, Florida 32789

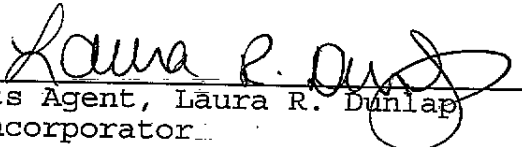
Kimberly S. Jones	2703 Phillips Park Court
Dir.	Winter Park, Florida 32789

ARTICLE VII. INCORPORATOR

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

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on November 9, 1999.


Its Agent, Laura R. Dunlap
Incorporator

KSC/ebc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Kimberly S. Jones, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

NEUBAUER CONSULTING INC.

Kimberly S. Jones is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Kimberly S. Jones