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**LAW OFFICES OF JUSTIN G. JOSEPH, P.A.**  
**ATTORNEYS AT LAW**

*Justin G. Joseph*  
*David P. Folkenflik*  
*Amy G. Cohen\**  
\*Certified Family Mediator

1266 S. Pinellas Avenue.  
Tarpon Springs, FL. 34689  
Tel : 727-938-2227  
Fax : 727-938-8447

November 16, 1999

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

200003049842--0  
-11/19/99-01071-007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Golden Isles Consulting, Inc.

Dear Sir(s):

Enclosed for filing with your office, please find proposed Articles of Incorporation for Golden Isles Consulting, Inc.

Additionally, I am enclosing our firm check in the amount of \$70 to cover the following itemized expenses:

Filing Fees	\$ 35.00
Registered Agent	
Designation	\$ <u>35.00</u>
<b>TOTAL</b>	<b>\$ 70.00</b>

Thank you for your assistance in this matter.

Very truly yours,

  
Karen H. Midkiff

KHM  
Enclosure(s)

FILED  
99 NOV 19 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11-24  
WJ

ARTICLES OF INCORPORATION

OF

GOLDEN ISLES CONSULTING, INC.

The undersigned RICHARD MOELLER does hereby make, subscribe, acknowledge and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be GOLDEN ISLES CONSULTING, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted is business 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 (1000) shares of common stock with par value of One Dollar (\$1.00).

The initial stockholder shall be RICHARD MOELLER. Initial stock issued shall be One Thousand (1000) shares to RICHARD MOELLER.

The 1000 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.

99 NOV 19 AM 9: 04  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 1266 S. Pinellas Avenue, Tarpon Springs, FL 34689 and the name of the initial registered agent of this corporation at that address is JUSTIN G. JOSEPH, ESQ.

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 not have directors.

ARTICLE VII

OFFICERS OF THE CORPORATION

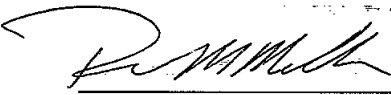
The officers of the corporation shall be RICHARD MOELLER, President and Secretary.

ARTICLE VIII

INCORPORATORS

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

35 Freshwater Drive  
Palm Harbor, FL 34684

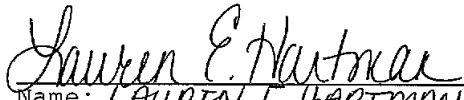
  
Richard Moeller

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of November, 1999, by RICHARD MOELLER, who is personally known to me or who has produced (    ) 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.



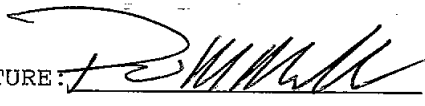
Lauren E. Hartman  
MY COMMISSION # CC861161 EXPIRES  
August 5, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Name: LAUREN E. HARTMAN  
Notary Public-State of Florida  
Commission No.:

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:

GOLDEN ISLES 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 Tarpon Springs, State of Florida, has named JUSTIN G. JOSEPH, ESQ., located at 1266 S. Pinellas Avenue, Tarpon Springs, FL 34689 as its agent to accept service of process within Florida.

SIGNATURE: 

TITLE: INCORPORATOR

DATE: 11-17/99

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.

  
Justin G. Joseph, Esq.

11-17-99  
Date

FILED  
99 NOV 19 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA