

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-22-0393

800-342-8086



PP50004061

ACCOUNT NO. : 072100000032
REFERENCE : 663418 80749B
AUTHORIZATION :
COST LIMIT : * PPD

ORDER DATE : August 17, 1995
ORDER TIME : 1:53 PM
ORDER NO. : 663418
CUSTOMER NO: 80749B

800001568709
-08/17/95 -01069-011
****122.50 ****122.50

CUSTOMER: Earl Drayton Farr, Jr., Esq
FARR FARR EMERICH SIFRIT AND
HACKETT, PA
115 West Olympia Avenue
Punta Gorda, FL 33950

DOMESTIC FILING

NAME: BY OWNER ONLINE, INC.

FILED
95 AUG 17 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrene Randolph

EXAMINER'S INITIALS: T. BROWN AUG 18 1995

**ARTICLES OF INCORPORATION
OF
BY OWNER ONLINE, INC.**

**FILED
95 AUG 17 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I

The name of this corporation is BY OWNER ONLINE, INC. The principal office and/or mailing address of this corporation is as follows: 2813 Charmont Drive, Apopka, Florida 32703 (principal office); 2813 Charmont Drive, Apopka, Florida 32703 (mailing address).

ARTICLE II

This corporation is organized for the following purposes: To carry on any business, occupation, undertaking or enterprise and to exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Florida Statutes, Chapter 607 (1991), and it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Florida Statutes, Chapter 607, (1991).

ARTICLE III

This corporation is authorized to issue ONE HUNDRED (100) shares of \$1.00 par value common stock, all of which shall be fully paid and non-assessable.

ARTICLE IV

The corporation elects to have preemptive rights.

ARTICLE V

The street address of the initial registered office of this corporation is 2813 Charmont Drive, Apopka, Florida 32703, and the name of the initial Registered Agent of this corporation at that address is CATHERINE LAINE ROBERTSON.

ARTICLE VI

The name and address of each incorporator is as follows:

<u>INCORPORATOR</u>	<u>ADDRESS</u>
CATHERINE LAINE ROBERTSON	2813 Charmont Drive Apopka, Florida 32703
KIMBERLY JOY DICKEY	3641 Dubsdread Circle, North Orlando, Florida 32804

ARTICLE VII

The business of this corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this corporation.

ARTICLE VIII

The name and post office addresses of the initial board of directors, the president, secretary and treasurer (and other officers, if applicable) who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

<u>DIRECTORS</u>	<u>ADDRESS</u>
CATHERINE LAINE ROBERTSON	2813 Charmont Drive Apopka, Florida 32703
KIMBERLY JOY DICKEY	3641 Dubsdread Circle, North Orlando, Florida 32804

<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
CATHERINE LAINE ROBERTSON	President/ Secretary	2813 Charmont Drive Apopka, Florida 32703
KIMBERLY JOY DICKEY	Vice Pres./ Treasurer	3541 Dubsdread Cir., N. Orlando, Florida 32804

ARTICLE IX.

The name and address of each subscriber to the shares of stock of the corporation and a statement of the number of shares of stock which each agrees to take are as follows:

<u>NAME</u>	<u>NO. OF SHARES</u>	<u>ADDRESS</u>
CATHERINE LAINE ROBERTSON	55	2813 Charmont Drive Apopka, Florida 32703
KIMBERLY JOY DICKEY	45	3541 Dubsdread Cir., N. Orlando, Florida 32804

IN WITNESS WHEREOF, the undersigned, has made, subscribed and acknowledged these articles of incorporation, this 3rd day of August, 1995.


CATHERINE LAINE ROBERTSON
Incorporator/President


KIMBERLY JOY DICKEY
Incorporator/Vice President

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned authority, personally appeared CATHERINE LAINE ROBERTSON and KIMBERLY JOY DICKEY, who are both personally known to me or who each provided DRIVERS LICENSE as identification, and are known to be the persons described in and who executed the foregoing articles of incorporation and they acknowledged before me according to law that they made and subscribed the same for the purposes therein expressed and mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 3rd day of AUGUST 1995.

My Commission Expires:
12/23/98


Notary Public/State of Florida

(AFFIX SEAL)



**CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
95 AUG 17 PM 1:26
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Pursuant to of Florida Statutes, Section 48.091 (1989),
the following is submitted, in compliance therewith:

First: That, BY OWNER ONLINE, INC., desiring to organize
under the laws of the State of Florida, with its principal office,
as indicated in the articles of incorporation, at City of Apopka,
County of Seminole, State of Florida, has named:

CATHERINE LAINE ROBERTSON

located at 2813 Charmont Drive, County of Seminole, State of
Florida, as its agent to accept service of process within this
State.

BY OWNER ONLINE, INC., a Florida
corporation

By: Catherine Laine Robertson
CATHERINE LAINE ROBERTSON
President

ACCEPTANCE

Having been named to accept service of process for the
above stated corporation, at place designated in this certificate,
I hereby accept to act in this capacity, and agree to comply with
the provision of said law relative to keeping open said office.

Catherine Laine Robertson
CATHERINE LAINE ROBERTSON,
Registered Agent

P95000064061

FARR, FARR, EMERICH, SIFRIT, HACKETT AND CARR, P.A.

ATTORNEYS AT LAW

116 WEST OLYMPIA AVENUE

P.O. DRAWER 1447

PUNTA GORDA, FLORIDA 33951

(941) 639-1155

TELECOPIER (941) 639-0028

PLEASE REPLY TO

Port Charlotte Office

March 17, 1997

KARL D. FARR, 1900 1988

2316 AARON STREET

P.O. BOX 2159

PORT CHARLOTTE, FLORIDA 33949

(941) 625-5171

TELECOPIER (941) 624-4557

EARL DRAYTON FARR, JR.
OF COUNSEL

GUY B. EMERICH*
ROBERT C. SIFRIT
JACK O. HACKETT II*
MICHAEL P. HAYMAN*
CHARLES T. BOYLE***
DAVID H. M. CARR
CONNIE M. SCHIDER
CYNTHIA B. MURPHY
MARK A. DRAPER
DAVID A. HOLMES

*FL BAR BOARD CERTIFIED
WILLS, TRUSTS AND ESTATES LAWYER

**FL BAR BOARD CERTIFIED
REAL ESTATE LAWYER

***FL BAR BOARD CERTIFIED
MARITAL AND FAMILY LAWYER

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

000002117890--0
-03/19/97--01060--020
*****35.00 *****35.00

In re: **By Owner Online, Inc.,**
n/k/a BOOL, INC.

Dear Sir or Madam:

Enclosed please find Articles of Amendment, in duplicate, for the above-named corporation. Please file them and return to the undersigned a copy showing evidence of the filing. A check in the amount of \$35.00 for the required filing fee, payable to the Secretary of State, is also enclosed.

Should there be any questions with regard to this request, please contact the undersigned.

Sincerely,

DAVID A. HOLMES
For the Firm

DAH/cak
Enclosure
cc: Clients

MC
T.L. MAR 20 1997

97 MAR 19 PM 2:25

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
BY OWNER ONLINE, INC.**

97 MAR 15 PM 2:25

The undersigned, pursuant to Section 607.1006 (1996) of the Florida Business Corporation Act, hereby executes the following Articles of Amendment of the Articles of Incorporation of the above-named corporation, filed with the Department of State on August 17, 1995, Charter # P95000064061, as follows:

1. The name of the corporation in the Articles of Incorporation of which are hereby amended is BY OWNER ONLINE, INC.
2. Article 1 on page 1 of the Articles of Incorporation of the above-named corporation is hereby revoked and the following is substituted in its place:

ARTICLE 1

The name of this corporation is BOOL, INC.

3. The foregoing Amendment was adopted by the sole shareholder of the corporation, in accordance with Section 607.1003 (1995), Florida Statutes, on September 30, 1996. The outstanding share certificate of this corporation shall be exchanged for share certificates bearing the new name of the corporation which certificates shall set forth the same number of shares as the currently issued share certificates.

4. The right to amend or revoke the foregoing Articles of Amendment to the Articles of Incorporation of the said corporation in whole or in part is hereby reserved.

5. In every other respect, I hereby confirm and republish the said Articles of Incorporation as filed with the Department of State on August 17, 1995.


IN WITNESS WHEREOF, the undersigned, has made, subscribed and acknowledged these Articles of Amendment to the said Articles of Incorporation of said corporation, this 30 day of September, 1995.

BY OWNER ONLINE, INC.
n/k/a BOOL, INC.

Attest:


Catherine Laine Robertson
Secretary

By:


Catherine Laine Robertson
President

(CORPORATE SEAL)