



THE UNITED STATES
CORPORATION
COMPANY

F00000004804

ACCOUNT NO. : 072100000032

REFERENCE : 764583 5051651

AUTHORIZATION

COST LIMIT : \$ 78.75

Patricia Pujols

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 25 PM 1:18

ORDER DATE : July 14, 2000

ORDER TIME : 11:0 AM

ORDER NO. : 764583-010

CUSTOMER NO: 5051651

CUSTOMER: Mr. Anthony Varrone
Greenberg Traurig, P.a.
111 North Orange Avenue
Suite 2050
Orlando, FL 32801

600003372946--2

FOREIGN FILINGS

NAME: EFFICIEN, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON; SUSIE KNIGHT EXT: 1156

RECEIVED
00 AUG 25 AM 11:26

WPK/hrs

SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED
SUBMITTED TO
ORIDA
AUG 25 1988
1:18 PM
abbreviations

1. EFFICIEN, INC.

2. DELAWARE

3. APPLIED FOR

4. 4/5/00

5. PERPETUAL

7. 2536 Countryside Blvd., Suite 230, Clearwater 33763

8. TO ENGAGE IN ANY LAWFUL ACTIVITY OF THE STATE

Name: GREG FIRESTONE

Office Address: 2536 Countryside Blvd., Suite 230, Clearwater

By:

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: STEPHEN D. HOVE

Address: 2536 Countryside Blvd., Suite230, Clearwater, FL 33763

Vice Chairman: _____

Address: _____

Director: GREG FIRESTONE

Address: 2536 Countryside Blvd., Suite230, Clearwater, FL 33763

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: GREG FIRESTONE

Address: 2536 Countryside Blvd., Suite230, Clearwater, FL 33763

Vice President: PHILANDER KELSEY, Senior Vice President NICHOLAS TOSCANO, Vice President

Address: 2536 Countryside Blvd., Suite230, Clearwater, FL 33763

Secretary: GREG FIRESTONE

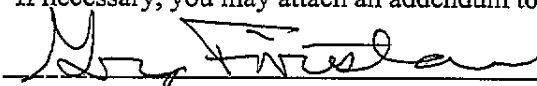
Address: 2536 Countryside Blvd., Suite230, Clearwater, FL 33763

Treasurer: GREG FIRESTONE

Address: 2536 Countryside Blvd., Suite230, Clearwater, FL 33763

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

GREG FIRESTONE, Chief Executive Officer

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DIVISION OF CORPORATIONS
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State of Delaware
Office of the Secretary of State

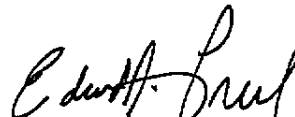
PAGE 1

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STATE
DIVISION OF CORPORATIONS
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EFFICIEN, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.





Edward J. Freel, Secretary of State

3208513 8300

... AUTHENTICATION: 0560119

001358270

... DATE: 07-14-00