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6/27/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: HILL, WARD & HENDERSON, P.A.
101 E KENNEDY BLVD
SUITE 3700
TAMPA FL 33602-5154-000000004
CONTACT: BARBARA A MURPHY
PHONE: (813) 221-3900
FAX: (813) 221-2900

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DOCUMENT TYPE: FOREIGN PROFIT QUALIFICATION

NAME: CAPITOL INVESTMENT COMPANY, INC.
FAX AUDIT NUMBER: H96000008966

CURRENT STATUS: REQUESTED
TIME REQUESTED: 10:42:07

DATE REQUESTED: 06/27/1996
CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0
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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

June 27, 1996

HILL, WARD & HENDERSON, P.A.
SUITE 3700
101 E. KENNEDY BLVD
TAMPA, FL 33602-7154

SUBJECT: CAPITOL INVESTMENT COMPANY, INC.
REF: W96000013675

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

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Lee Rivers
Document Examiner

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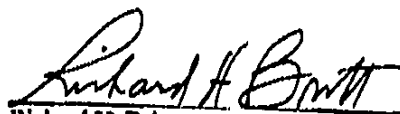
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CERTIFICATE OF PRESIDENT
of
CAPITOL INVESTMENT COMPANY, INC.

The undersigned does hereby certify that he is the duly elected and acting President of Capitol Investment Company, Inc. (the "Corporation"), a Georgia corporation, and that the following is the Resolution of the Corporation which was duly adopted as of the 28th day of June, 1996, by the Board of Directors of the Corporation, which Resolution was adopted in accordance with law and in accordance with the Bylaws of the Corporation and is in full force and effect and has not been amended, altered or repealed as of the date hereof, to-wit:

"BE IT RESOLVED, that the Corporation is authorized to do business in the State of Florida under the name "Capitol Investment Company, Inc. of Georgia" and the officers of the Corporation are authorized to take all actions necessary in order to qualify the Corporation to do business in the State of Florida."

IN WITNESS WHEREOF, the undersigned has executed this Certificate on behalf of the Corporation, as of this 28th day of June, 1996.


Richard H. Britt
President

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
'TRANSACTION BUSINESS IN FLORIDA'**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS
IN THE STATE OF FLORIDA:

1. CAPITOL INVESTMENT COMPANY, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words
or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural
person or partnership if not so contained in the name at present.)
2. GEORGIA
(State or country under which it is incorporated)
3. APPLIED FOR
(FEI number, if applicable)
4. JUNE 13, 1996
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. JUNE 26, 1996
(Date first transacted business in Florida. See sections 607.1501, 607.1502 and 817.155, F.S.)
7. 3383 N. LUMPKIN ROAD
COLUMBUS GA 31907
(Current mailing address)
8. The corporation may engage in the transaction of any or all lawful business for
which corporations may be incorporated.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: MARY C. MCCAUGHAN
Office Address: 1335 W. BRANDON BLVD.
BRANDON, Florida 33511
(Zip Code)
10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.


(Registered agent's signature)

Prepared by: Barbara A. Murphy
PO Box 2231, Tampa FL 33601-2231
(813) 227-8418

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12. Names and addresses of officers and/or directors:

Chairman: RICHARD H. BRITT
Address: 3383 N. LUMPKIN RD.
COLUMBUS GA 31907

Director: _____
Address: _____

President: RICHARD H. BRITT
Address: 3383 N. LUMPKIN RD
COLUMBUS GA 31907

Vice President: _____
Address: _____

Secretary: R. STEVEN BRITT
Address: 3383 N. LUMKIN RD.
COLUMBUS GA 31907

Treasurer: RICHARD H. BRITT
Address: 3383 N. LUMPKIN RD.
COLUMBUS GA 31907

13. Frederick H. Smith President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard H. Britt, President
(Typed or printed name and capacity of person signing application)

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Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 961780090
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DATE INC/AUTH/FILED : 06/13/1996
JURISDICTION : GEORGIA
PRINT DATE : 06/26/1996
FORM NUMBER : 0211

CSC NETWORKS
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100 PEACHTREE STREET, STE 660
ATLANTA, GA 30303

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CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

CAPITOL INVESTMENT COMPANY, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



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Lewis A. Massey

Lewis A. Massey
Secretary of State