

P00000010359
WOLFE, YOUNG, & COMPANY Accountants & Tax Consultants

5100 Highway 17-92, Suite 200 • Casselberry, Florida 32707-3862 • Phone: 407.339.9000 • Fax: 407.339.4205 • www.wyoc.com

January 19, 2000

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

Re: Independent Mapping Services, Inc.

000003116060--97
-01/31/00--01009--009
*****78.75 *****78.75

To Whom it May Concern:

Enclosed please find \$78.75 check for Filing Fees (\$35.00), Register Agent Designation (\$35.00) and Certificate of Status (\$8.75) for the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent.

Please return all correspondence concerning this matter to the following:

Clyde E. O'Baker
Wolfe, Young, O'Baker & Company
101 Sunnyside Road, Suite 200
Casselberry, Florida 32707

Should you have any questions, please do not hesitate to call this office at 407-339-9000.

Very truly yours,

Wolfe, Young, O'Baker & Company

Clyde E. O'Baker
Clyde E. O'Baker

CEO/sbo
Enclosures

FILED
2000 JAN 31 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BC 1/31
11-18412

WFO

**ARTICLES OF INCORPORATION
OF
INDEPENDENT MAPPING SERVICES, INC.**

Article I - Name

The name of the corporation is: **Independent Mapping Services, Inc.**

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation may engage in or transact 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 IV - Capital Stock

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

FILED
2000 JAN 31 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VI - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office of this corporation is: 665 Minnesota Avenue, Winter Park, Florida 32789. The name of the initial registered agent of this corporation is: Steven P. Boudreau

Article VII - Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The name and address of the Initial Director is: Steven P. Boudreau, 665 Minnesota Avenue, Winter Park, Florida 32789.

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Steven P. Boudreau, 665 Minnesota Avenue, Winter Park, Florida 32789.

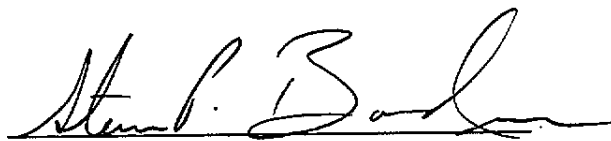
Article IX - Initial Officer

The name and address of initial officer shall be: Steven P. Boudreau, 665 Minnesota Avenue, Winter Park, Florida 32789 - President/Secretary/Treasurer.

Article X - By-Laws

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and the by-laws of the corporation when adopted, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 18th day of Jan. A.D., 2000.

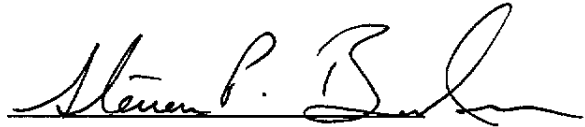
A handwritten signature in cursive script, appearing to read "Steven P. Boudreau", written over a horizontal line.

Steven P. Boudreau - Incorporator

STATE OF FLORIDA

COUNTY OF Orange :

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, **Steven P. Boudreau**, well-known to me, who deposes and states that he is the person named in the above and foregoing "Articles of Incorporation", that he has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are true, accurate and correct.



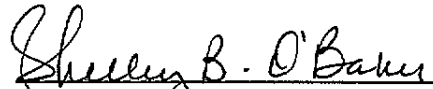
Steven P. Boudreau

Form of I.D. FLDL

I.D. # B 360-795-62-250-0

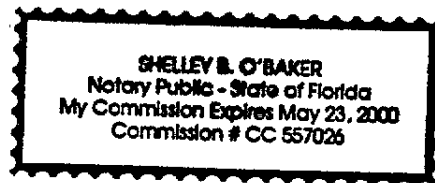
Expiration 7/10/2003

SWORN and SUBSCRIBED to before me this 18th day of January,
A.D., 2000.



Notary Public, State of Florida
AT LARGE

My Commission Expires:
(N.P. Seal)




State of Florida
Department of State

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

The following is submitted in compliance with Section
48.091, Florida Statutes.

Independent Mapping Services, Inc., a corporation organized under the laws
of the State of Florida, with its principal office at: 665 Minnesota Avenue,
Winter Park, Florida 32789, has named **Steven P. Boudreau**, at that address, as
its Agent to accept service of process within this State.

Independent Mapping Services, Inc.

BY: 
Steven P. Boudreau
Incorporator

A C C E P T A N C E

Having been named to accept service of process for the above-stated
corporation, at the designated place in this certificate, I hereby agree 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.


Steven P. Boudreau
Registered Agent

FILED
2000 JAN 31 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Very truly yours,

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CEO/sbo
Enclosures

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TALLAHASSEE, FLORIDA

BC 1/31
11-18112

WYO

**ARTICLES OF INCORPORATION
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Article I - Name

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Article II - Duration

This corporation shall exist perpetually.

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Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Steven P. Boudreau, 665 Minnesota Avenue, Winter Park, Florida 32789.

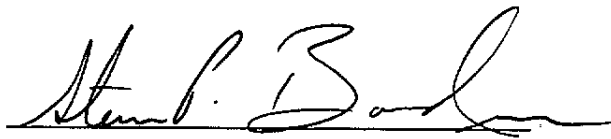
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The name and address of initial officer shall be: Steven P. Boudreau, 665 Minnesota Avenue, Winter Park, Florida 32789 - President/Secretary/Treasurer.

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This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and the by-laws of the corporation when adopted, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 18th day of Jan. A.D., 2000.

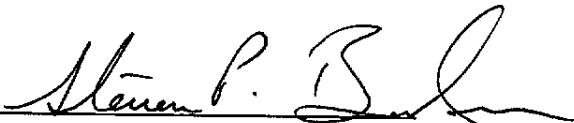
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Steven P. Boudreau - Incorporator


STATE OF FLORIDA

COUNTY OF Orange:

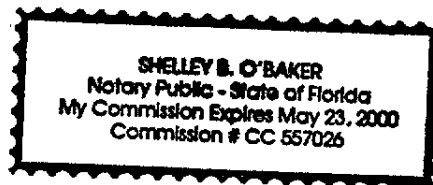
BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, **Steven P. Boudreau**, well-known to me, who deposes and states that he is the person named in the above and foregoing "Articles of Incorporation", that he has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are true, accurate and correct.


Steven P. Boudreau
Form of I.D. FLDL
I.D. # B 360-795-62-250-0
Expiration 7/10/2003

SWORN and SUBSCRIBED to before me this 18th day of January,
A.D., 2000.


Notary Public, State of Florida
AT LARGE

My Commission Expires:
(N.P. Seal)



State of Florida
Department of State

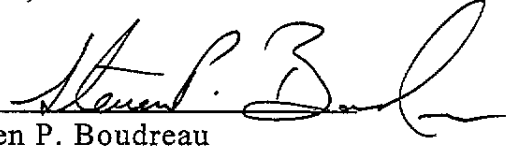
CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE AND NAMING AGENT UPON WHOM
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The following is submitted in compliance with Section
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SECRETARY OF STATE
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of the State of Florida, with its principal office at: 665 Minnesota Avenue,
Winter Park, Florida 32789, has named **Steven P. Boudreau**, at that address, as
its Agent to accept service of process within this State.

Independent Mapping Services, Inc.

BY: 
Steven P. Boudreau
Incorporator

A C C E P T A N C E

Having been named to accept service of process for the above-stated
corporation, at the designated place in this certificate, I hereby agree 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.


Steven P. Boudreau
Registered Agent