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Sigmund C. Mayerlen
1311 Cesery Blvd.
Jacksonville, Florida 32211
Phone: (904) 743-6454 Fax: (904) 743-8565

March 31, 2000

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

RE: ARTICLES OF INCORPORATION/SELECT PERFORMANCE, INC.

Ladies and Gentlemen:

Enclosed, please find the original, and one copy of the Articles of Incorporation for SelectPerformance, Inc. Also enclosed is payment of \$70 for filing fees.

Please return acknowledgment to:

SELECT PERFORMANCE, INC.
C/o SELECTCOMM, INC.
1511 Cesery Blvd.
Jacksonville, Florida 32211
Telephone: (904) 743-6454

Respectfully Submitted,

EFFECTIVE DATE
4-1-00
FILED
00 APR -7 AM 10:08
TALLAHASSEE, FLORIDA


Sigmund C. Mayerlen
Incorporator

SCM:ew
enclosures
Cc:Julie A. Mayerlen, Director

Julie
AUTHORIZATION BY PHONE TO
DIRECT R. A. Acceptance
4-13-00
EXAM

LC

EFFECTIVE DATE
4-1-00

ARTICLES OF INCORPORATION

FILED

OF

00 APR -7 AM 10: 08

SELECT PERFORMANCE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the Corporation shall be: **SELECT PERFORMANCE, INC.**

ARTICLE II PRINCIPAL OFFICE

The principal office of this Corporation in the state of Florida shall be located in Jacksonville, County of Duval. The mailing address of this Corporation shall be 1511 Cesery Blvd.; Jacksonville, Florida 32211.

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of common stock having a par value of One and no/100 Dollar (\$1.00) per share, which shares shall be and hereby are designated as common shares. Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV FISCAL YEAR

The fiscal year of the Corporation shall begin on the 1st day of January, and shall end on the 31st day of December of each calendar year.

ARTICLE V TERMS OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the effective date of filing these Articles.

ARTICLE VI EFFECTIVE DATE

The effective date of incorporation shall be the 1st day of April, 2000.

ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The name and Florida street address of the initial registered agent is: Sigmund C. Mayerlen; 1511 Cesery Blvd.; Jacksonville, Florida 32211.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of directors be reduced below one (1). The names, addresses and individual Social Security Numbers of the initial directors of this corporation are:

Sigmund C. Mayerlen, Director
1511 Cesery Blvd.
Jacksonville, Florida 32211
SSN# 590-80-0670

Julie A. Mayerlen, Director
1511 Cesery Blvd.
Jacksonville, Florida 32211
SSN# 589-86-0336

ARTICLE IX INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Sigmund C. Mayerlen; 1511 Cesery Blvd.; Jacksonville, Florida 32211.

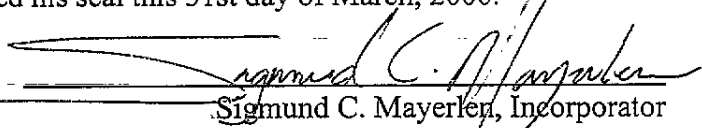
ARTICLE X BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE XI AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the Corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

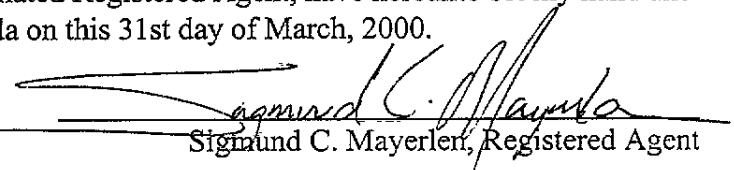
In Witness Whereof, the undersigned incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 31st day of March, 2000.


Sigmund C. Mayerlen, Incorporator

CERTIFICATE OF ACCEPTANCE AND DESIGNATION OF REGISTERED AGENT OF SELECT PERFORMANCE, INC.

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

In Witness Whereof, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida on this 31st day of March, 2000.


Sigmund C. Mayerlen, Registered Agent

FILED
00 APR - 7 AM 10:08
TALLAHASSEE, FLORIDA