

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO10000001468

InControl Online, Inc.

400003523054--5

-01/04/01--01001--019

*****70.00 *****70.00

- ✓ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- ✓ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

FILED
01 JAN -4 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 JAN -4 AM 11:18
DIVISION OF CORPORATION

Signature _____

Requested by: BDO

Name _____

Date 1/4/01

Time 10:30

Walk-In _____

Will Pick Up _____

SMITH JAN 04 2001

*Articles
of
Incorporation
of
InControl Online, Inc.*

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01 JAN -4 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME: The name of this corporation is:

InControl Online, Inc.

Whose mailing address is:

**6983-7 103rd Street
Jacksonville, Florida 32210**

ARTICLE II. DURATION: This corporation shall have a perpetual existence.

ARTICLE III. PURPOSE: The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is: 500 shares of common stock, each share having a par value of \$1.00.

ARTICLE V. FUTURE STOCK ISSUES: In the event of an issue of nonissued capital stock or of new stock, should the stock be increased, the existing stockholders at the time of such issue shall have the right to subscribe for and to purchase such stock so issued in a number of shares proportionate to the amount owned at the time of said subsequent issue. In the event that one or more of the stockholders shall fail or refuse to exercise their option, his or her right to subscribe shall inure to the benefit of the other stockholders. Written notice of intention to issue non-issued capital stock or new stock shall be given by the corporation to all stockholders and the stockholders shall notify the corporation of their intention to subscribe within thirty (30) days after such notice.

ARTICLE VI. REGISTERED AGENT: The initial registered agent for this corporation is David H. McQuaig, and the initial registered office is located at 5515-3 Phillips Highway, Jacksonville, Florida, 32207.

ARTICLE VII. DIRECTORS: The corporation shall have one (1) director initially, whose name

and street address is as follows:

O. Bruce Franklin
6983-7 103rd Street
Jacksonville, Florida 32210

ARTICLE VIII. INCORPORATORS: The name and address of the incorporator of this corporation is as follows:

Chad E. Leeper
5515-3 Phillips Highway
Jacksonville, Florida 32207


IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation this 3rd day of January, 2001.



Chad E. Leeper, incorporator

**STATE OF FLORIDA
COUNTY OF DUVAL**

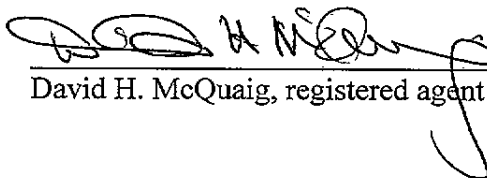
The foregoing Articles of Incorporation were acknowledged before me this 3rd day of January, 2001, by Chad E. Leeper, who is personally known to me or who has produced as identification and who did/did not take an oath.

 Patricia H. McQuaig
My Commission CC958333
Expires August 25, 2004

Patricia H. McQuaig
Name of Notary Public:
My Commission Expires:
My Commission Number:

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.


David H. McQuaig, registered agent

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