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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MEMBER FLORIDA AND GEORGIA BARS  
FACSIMILE  
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Mailing Address:  
P.O. BOX 551108, 32255-1108  
JACKSONVILLE, FLORIDA

November 9, 2001

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-11/13/01--01048--020  
\*\*\*122.50 \*\*\*\*\*78.75

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

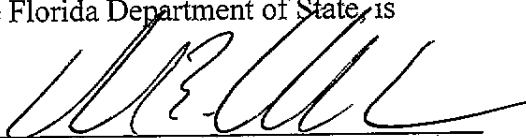
SUBJECT: **TALENT MANAGEMENT, INC.**

Enclosed is an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

Please provide a certified copy of these articles.

A check for \$122.50 (#0468), payable to the Florida Department of State, is enclosed.

FROM:

  
Mark B. MacLean  
Attorney at Law  
P.O. BOX 551108  
JACKSONVILLE, FLORIDA 32255  
(904) 353-6235

BROWN NOV 14 2001

ARTICLES OF INCORPORATION  
OF  
TALENT MANAGEMENT, INC.

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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. CORPORATE NAME.

The name of this corporation shall be: **TALENT MANAGEMENT, INC.**

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation shall be :

**4664 Sussex Avenue, Jacksonville, Florida 32210.**

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is :**1,000 shares**. Each share shall have a par value of \$.01.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are:

**Stephen C. Allen, 4664 Sussex Avenue, Jacksonville, Florida 32210.**

ARTICLE V. BOARD OF DIRECTORS

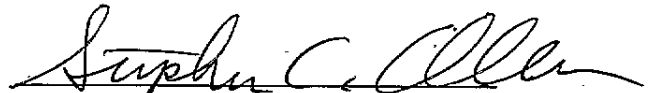
The Board of Directors for the corporation shall consist of one(1) Director. The initial Director shall be: **Stephen C. Allen, 4664 Sussex Avenue, Jacksonville, Florida 32210.**

ARTICLE VI. INCORPORATOR.

The name and street address of the incorporator is:

**Stephen C. Allen, 4664 Sussex Avenue, Jacksonville, Florida  
32210.**

IN WITNESS WHEREOF, I have executed these Articles of  
Incorporation this 9<sup>th</sup> day of November, 2001.

A handwritten signature in cursive script, reading "Stephen C. Allen", written over a horizontal line.

**Stephen C. Allen**  
Incorporator

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TALLAHASSEE, FLORIDA

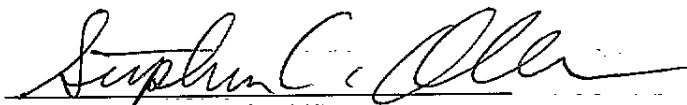
**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT  
FOR:  
TALENT MANAGEMENT, INC.**

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is: **TALENT MANAGEMENT, INC.**
2. The name of the registered agent is: **Stephen C. Allen.**
3. The address of the registered agent/ registered office is: **4664 Sussex Avenue, Jacksonville, Florida 32210.**

**ACCEPTANCE**

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

  
**Stephen C. Allen**