

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32314
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CSC networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

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P95000015504

95 FEB 24 AM 11:47

DIVISION OF CORPORATION

ACCOUNT NO. : 0721000000032

REFERENCE : 548402 91610A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : February 24, 1995

ORDER TIME : 11:22 AM

ORDER NO. : 548402

CUSTOMER NO: 91610A

CUSTOMER: Charles E. Bergmann, Esq
CHARLES E. BERGMANN, PA

Suite 750
4830 W. Kennedy Boulevard
Tampa, FL 33609

RUSH WILL WAIT

DOMESTIC FILING

XX **P95000015504**

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-02/24/95--01058--007
****122.50 ****122.50

NAME: FLORIDA INFORMATION NETWORK,
INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
95 FEB 24 AM 11:59
TALLAHASSEE, FLORIDA
SECTION 605

(R, same)

Tm
2-24-95
0214



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 18, 1994

CHARLES E. BERGMANN, ESQ.
4830 W. KENNEDY BLVD.
ONE URBAN CENTRE, SUITE 750
TAMPA, FL 33609

The name FLORIDA INFORMATION NETWORK, INC. has been reserved for 120 days beginning November 18, 1994. The reservation number is R94000005514 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 594A00050199

ARTICLES OF INCORPORATION

OF

FLORIDA INFORMATION NETWORK, INC.

FILED
95 FEB 24 11:58
SEC
TALLAHASSEE, FLA

The undersigned subscriber, being a natural person competent to contract, and for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation shall be:

FLORIDA INFORMATION NETWORK, INC.

ARTICLE II - TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved according to law and shall commence corporate existence upon the filing of these Articles by the Department of State.

ARTICLE III - PURPOSE

The purpose of the Corporation is to operate a multiple listing service to provide real estate related data to Participants on a cooperative basis, and to transact and engage in any other activity or business permitted under the laws of the State of Florida, and of the United States.

ARTICLE IV - AUTHORIZED SHARES

This corporation is authorized to issue 10,000 shares of Ten Cents (\$.10) par value common stock which shall be designated "Common Stock".

ARTICLE V - PRINCIPAL OFFICE

Initially, the address of the principal office of the corporation shall be 7655 38th Avenue North, St. Petersburg, Florida 33710, and the initial mailing address of the corporation shall be 7655 38th Avenue North, St. Petersburg, Florida 33710.

ARTICLE VI - REGISTERED AGENT

The street address of the initial registered office of this corporation is 7655 38th Avenue North, St. Petersburg, Florida 33710, and the name of the initial registered agent of this corporation is Eleanor A. Guiberson, whose post office address and mailing address are 7655 38th Avenue North, St. Petersburg, Florida 33710.

ARTICLE VII - INITIAL DIRECTORS

This Corporation shall have eleven directors initially. The number of directors may be increased or diminished from time to time by the bylaws of this corporation, but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
1. John Ardolino	2401 West Bay Drive Suite 111, Bldg. 100 Largo, FL 34640
2. John Barfield	4901 W. Cypress Street Suite 200 Tampa, FL 33607
3. Jackson N. Bowman III	13017 Park Boulevard Seminole, FL 34646

- | | |
|-------------------------|--|
| 4. Joyce Geras | 3165 McMullen Booth Road
Building 3
Clearwater, FL 34621 |
| 5. Robert Glaser | 2904 Bay to Bay Blvd.
Tampa, FL 33629 |
| 6. Michael Good | 3322 Bee Ridge Road
Sarasota, FL 34239 |
| 7. Thomas Mills | 7779 Starkey Road
Seminole, FL 34647 |
| 8. John Murphy | 6475 First Avenue South
St. Petersburg, FL 33707 |
| 9. Frank Norris | 3325 66th Street North
St. Petersburg, FL 33710 |
| 10. Kathleen A. Samuels | 6650 Gulf Boulevard
St. Petersburg Beach, FL 33700 |
| 11. James M. Schmidt | 4545 W. Kennedy Boulevard
Tampa, FL 33609 |

ARTICLE VIII - OFFICERS

The name and street address of the officers of this corporation who, subject to the provisions of the Certificate of Incorporation shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified are:

<u>Name and Office</u>	<u>Street Address</u>
1. Frank Norris, President	3325 66th Street N. St. Petersburg, FL 33710
2. Robert Glaser, Secretary	2904 Bay to Bay Blvd. Tampa, FL 33629

ARTICLE IX - BOARD ACTION BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE X - BOARD ACTION BY WRITTEN CONSENT

The directors of this corporation may take action by written consent as provided by law.

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

ARTICLE XII - SALE OR TRANSFER OF STOCK

The formula for determining the value of shares to be repurchased and method of repayment shall be as stated in an agreement to be entered into by the shareholders.

ARTICLE XIII - SHAREHOLDER AGREEMENTS

Any Shareholder agreements authorized pursuant to Fla. Stat. 607.0731; 607.0732 (1993) shall be set forth in the By-Laws and approved and signed by all persons who are Shareholders at the time of the agreement. The existence of an agreement shall be noted conspicuously on the front or back of each stock certificate. The agreement shall be effective among the Shareholders and this corporation. A transferee of any shares in this corporation shall be bound by such agreement.

ARTICLE XIV - DISTRIBUTION FROM CAPITAL SURPLUS

The Board of Directors of the corporation may from time to time distribute on a pro rata basis to its shareholders out of the capital surplus of the corporation, a portion of its assets in cash or property.

ARTICLE XV - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto. The vote required to amend or repeal any provision contained in these Articles or any amendment shall be by a two-thirds (2/3) vote of the shareholders entitled to exercise two-thirds (2/3) of the voting power as defined in the Shareholders Agreement, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XVI - DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors may, after paying or making provisions for payment of all the liabilities of the corporation, dispose of all the assets of the corporation to a corporation or to such organization or organizations organized and operated for the same or similar purposes as this corporation. Furthermore, the corporation upon dissolution may make distributions to its shareholders. The Board of Directors shall have sole authority and responsibility for winding up the affairs of the corporation.

ARTICLE XVII - INCORPORATOR

The name of the person signing these Articles of Incorporation as incorporator is Eleanor A. Guiberson.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in duplicate on the 17th day of February, 1995.

Eleanor A. Guiberson

Eleanor A. Guiberson, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this Feb. 17, 1995, by Eleanor A. Guiberson, who is personally known to me or who produced as identification, and who did/did not take an oath.

Theresa Mallette

Signature

Theresa Mallette
(Name typed or printed)

Notary Public

Serial No., if any, _____

My Commission Expires:

February 15, 1995



THERESA MALLETTE
MY COMMISSION # CC368383 EXPIRES
May 7, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

**STATEMENT OF REGISTERED AGENT ACCEPTING APPOINTMENT OF
REGISTERED AGENT AND DESIGNATION OF REGISTERED OFFICE**

FILED
95 FEB 24 PM 12:00
TALLAHASSEE STATE
FLORIDA

Pursuant to Section 48.091 and 607.0501, Fla. Stats. 1991, the following is submitted in compliance with said laws:

First, the **FLORIDA INFORMATION NETWORK, INC.**, desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, 7655 38th Avenue North, City of St. Petersburg, County of Pinellas, State of Florida) has named Eleanor A. Guiberson, whose address is 7655 38th Avenue North, St. Petersburg, Florida 33710, as its Registered Agent.

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby acknowledge that I am familiar with the obligations of that position and I hereby accept the appointment to act as registered agent and agree to comply with the provisions of the above-referenced laws.

By: Eleanor A. Guiberson
Eleanor A. Guiberson

(Registered Agent)