

295000015928



THE COMPANY CORPORATION

Three Christina Centre • 201 N Walnut Street • Wilmington, Delaware 19801 • Telephone (302) 575-0440 • Fax (302) 575-1346

February 13, 1995

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

400001418524
-03/01/95--01064--010
*****70.00 *****70.00

RE: First Coast On-Line Inc.
P3208215FIBIS

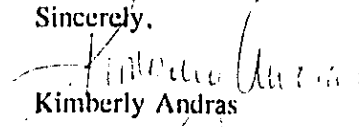
Dear Sir or Madam:

Enclosed please find Articles of Incorporation, Agent Acceptance and our check(es) in the amount of \$70.00 for First Coast On-Line Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 208 with questions regarding the enclosed application.

Sincerely,


Kimberly Andras

enc.

REGISTER FEB 27 1995

FILED
95 FEB 27 AM 11:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
First Coast On-Line, Inc.

95 FEB 27 AM 11:39
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be First Coast On-Line, Inc.

SECOND: The address of the initial registered office of the corporation is 159 Palm Valley Woods Drive, Ponte Vedra FL 32082, County of Saint Johns. The name of the registered agent located at said address is Peter S. Bishop.

THIRD: The principal address of the corporation is 159 Palm Valley Woods Drive, Ponte Vedra FL 32082.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 500 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is three, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

Peter S. Bishop, Eleanor M. Tomkins, and J. Schuyler Bishop, all of
159 Palm Valley Woods Drive, Ponte Vedra FL 32082

SEVENTH: The duration of the corporation is perpetual.

EIGHTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Kimberly Andras c/o The Company Corporation
Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 13th day of February, 1995.

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 13th day of February, 1995 by Kimberly Andras. SUSAN

NOTARY PUBLIC-DELAWARE

Appointed October 6, 1994

Term 2 Years

Notary Public

This document was prepared by Kimberly Andras, Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801 (302) 575-0440

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this First Coast On- Line, Inc.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of Ponte Vedra, State of
Florida, has named Peter Bishop located at
159 Palm Valley Woods Drive
Ponte Vedra FL 32082 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated 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.

Peter Bishop

February 4th, 1995
Date

SECRETARY OF STATE
TALLAHASSEE FLORIDA

95 FEB 27 AM 11:39

FILED

P950000/5928

May 21, 1996

700001834527
-05/22/96--01025--005
***215.34 ***215.34

REPLACEMENT FEE 1996

ANNUAL REPORT: FIRST COAST ON-
LINE, INC.

DEBIT MEMO: # 6196-A

CHECK #: 1091