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JAMES D. LAMPATHAKIS

September 11, 1995

Florida Department of State
Corporation Division Charter Section
409 E. Gaines St.
Tallahassee, Florida 32399

RE: Search Group, Inc.
Articles of Incorporation

000001583920
-09/13/95--01053--009
*****70.00 *****70.00

Gentlemen;

Enclosed herewith are the proposed Articles of Incorporation relative to the above, together with a check in the amount of \$70.00 for the following fees:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00
TOTAL	\$70.00

Please file the articles, and return the stamped copy to me at your earliest convenience.

Thank you for your cooperation in this matter and if you should have any questions, please do not hesitate to contact me.

Sincerely,


James D. Lampathakis, Esq.

JDL/pav

enclosure

9/15/95

ARTICLES OF INCORPORATION
OF
SEARCHGROUP, INC.

FILED
CLERK OF STATE
OFFICE
95 SEP 13 AM 9:56

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the principal office of this Corporation is: SEARCHGROUP, INC., 601 Cleveland Street, Ste. 410, Clearwater, Florida 34615.

ARTICLE II. - COMMENCEMENT

This corporation shall commence existing on the date of the filing of these Articles with the Office of the Secretary of State.

ARTICLE III. - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. - CAPITAL STOCK

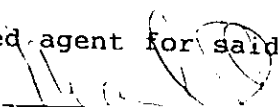
This Corporation is authorized to issue 1,000 shares of One and No/100 (\$1.00) par value common stock, which shall be designated "Common Stock".

ARTICLE V. - INITIAL REGISTERED OFFICE, AGENT AND ACCEPTANCE

The street address of the initial registered office of this Corporation is 601 Cleveland Street, Ste. 409 , Clearwater, Florida 34615, and the name of the initial registered agent of this Corporation is Mauro A. Dipalo.

ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Mauro A. Dipalo

ARTICLE VI. - INITIAL BOARD OF DIRECTORS

This corporation shall have (2) Directors initially. The names and addresses of said directors are:

NAME	ADDRESS
Mauro A. DiPalo	601 Cleveland Street Suite 409 Clearwater, Florida 34615
Victoria M. DiPalo	

ARTICLE VII. - INCORPORATOR

The name and address of the person signing these Articles is:

NAME	ADDRESS
Mauro A. DiPalo	601 Cleveland Street Suite 409 Clearwater, Florida 34615

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this 12th day of September, 1995.

Mauro A. DiPalo

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared MAURO A. DIPALO, known to me and by me to be the person who executed the foregoing Articles of Incorporation, and who has produced FL DL Driver's License as identification, # 3141 541 44 765, expiring on 3/15/96.

IT WITNESS WHEREOF, I hereunto set my hand and affixed my official seal in the State and County last aforesaid this 12th day of September, 1995.

(SEAL)

My commission expires:

FRANCES HILL
Notary Public, State of Florida
My comm. expires Sept 1998
Comm No. CC 40645

NOTARY PUBLIC, State of Florida

Frances Hill
Printed name Frances Hill