

P96000010140



# THE COMPANY CORPORATION

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

January 18, 1996

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

RE: Regulatory Compliance Group, Inc.  
P3253339RESPI

000001700330  
--01/29/96--01061--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Regulatory Compliance Group, 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.7003, with questions regarding the enclosed application.

Sincerely,

Bonnie J. Bennett  
Corporate Service Representative

enc.

RECEIVED  
DIVISION OF STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA  
JAN 23 1996  
PM 12:05

2-1-96  
TB

**ARTICLES OF INCORPORATION  
OF  
Regulatory Compliance Group, Inc.**

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 Regulatory Compliance Group, Inc.

**SECOND:** The address of the initial registered office of the corporation is 3985 Bentwood Lane, Cantonment FL 32533-9723, County of Escambia. The name of the registered agent located at said address is Pamela Spitznagel.

**THIRD:** The principal address of the corporation is 3985 Bentwood Lane, Cantonment FL 32533-9723.

**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 1500 shares of no par value.

**SIXTH:** The number of directors constituting the initial board of directors is four, 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:

Pamela Spitznagel	3985 Bentwood Lane, Cantonment FL 32533-9723
William Preston	3985 Bentwood Lane, Cantonment FL 32533-9723
Jean Bodman	3985 Bentwood Lane, Cantonment FL 32533-9723
Walter Karkosza	3985 Bentwood Lane, Cantonment FL 32533-9723

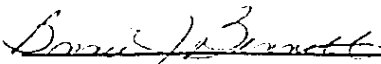
**SEVENTH:** The duration of the corporation is perpetual.

**EIGHT:** This is Close Corporation.

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

Bonnie J. Bennett 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 18th day of January, 1996.

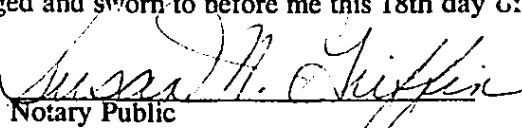


State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 18th day of January, 1996 by Bonnie J. Bennett

SUSAN M. GRIFFIN  
NOTARY PUBLIC-DELAWARE  
Appointed October 6, 1994  
Term 2 Years

  
Notary Public

This document was prepared by Bonnie J. Bennett, 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 Regulatory Compliance Group, Inc.  
desiring to organize under the laws of the State of Florida with its principal  
place of business located in the city of Cantonment, State of  
Florida, has named Pamela Spitznagel located at  
3985 Bentwood Lane, Cantonment, FL 32533-9723  
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.~~

Pamela Spitznagel

Jan 9, 1996  
Date