

P960000 42184

Lozier, Tipton, Tipton & Thames

A Partnership of Professional Associations

Attorneys at Law

DANIEL R. LOZIER
ANN J. TIPTON
HENRY W. TIPTON
WILLIAM K. THAMES, II

ONE PENSACOLA PLAZA
SUITE 222
125 WEST ROMANA STREET
PENSACOLA, FLORIDA 32501

PHONE: (904) 409-0202
(904) 409-9000
FACSIMILE: (904) 409-0000

May 9, 1996

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

500001818115
-05/13/96--01076--010
****122.50 ****122.50

Re: SJOBERG, LANDRY & ST. PIERRE, INC.

Dear Personnel:

Enclosed please find an original and one copy of the proposed Articles of Incorporation for the above-referenced corporation. Would you please file the original and provide us with one certified copy of the Articles?

We are enclosing our check payable to your order in the amount of \$122.50 to cover the filing fee for this corporation.

Please call our office as soon as the articles are filed and provide us with the charter number assigned to this corporation. We look forward to hearing from you soon. Thank you for your consideration.

Sincerely,

Lydia Brackett

Lydia Brackett
Legal Assistant to
Daniel R. Lozier

FILED
MAY 10 AM 9:52
TALLAHASSEE, FLORIDA

DRL/lb
Enclosures

cc: Caron Sjoberg

SN MAY 17 1996

ARTICLES OF INCORPORATION

OF

SJOBERG, LANDRY & ST. PIERRE, INC.

FILED
JAN 10 1952
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is Sjoberg, Landry & St. Pierre, Inc., whose principal place of business is 216 S. Tarragona Street, Ste. 216-C, Pensacola, Florida 32501.

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSE

The general purposes for which this corporation is organized are:

(1) To transact any lawful business or businesses for which corporations may be incorporated under the Florida General Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary, implied, helpful, or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of no par value common stock.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial

registered office in 125 W. Romana Street, Suite 222, Pensacola, Florida 32501, and the name of its initial registered agent at such address is Daniel R. Lozier.

ARTICLE VI - BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of three (3) members. The number of directors may be increased or decreased from time to time but in no event will the number of directors be less than one (1). The names and addresses of the Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
Rob St. Pierre	216 S. Tarragona St., Ste. 216-C Pensacola, FL 32501
Eric Landry	216 S. Tarragona St., Ste. 216-C Pensacola, FL 32501
Caron Sjoberg	216 S. Tarragona St., Ste. 216-C Pensacola, FL 32501

ARTICLE VII - INCORPORATORS

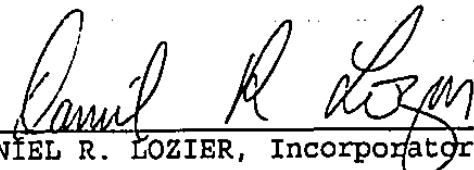
The name and address of the Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
DANIEL R. LOZIER	125 W. Romana Street Suite 222 Pensacola, FL 32501

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have subscribed my name this 9th day
of May, 1996.


DANIEL R. LOZIER, Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 9th
day of MAY, 1996, by Daniel R. Lozier, who is
personally known to me or who has produced a driver's license as
identification and has not taken an oath.



OFFICIAL SEAL
LYDIA BRACKETT
My Commission Expires
Aug. 17, 1996
Comm. No. CC 222037

Lydia Brackett
_____, NOTARY PUBLIC
Commission No. _____
My Commission Expires: _____

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, the undersigned, being the person named as the Registered
Agent of SJOBERG, LANDRY & ST. PIERRE, INC., a Florida corporation,
hereby certify that I am familiar with the obligations provided for
in Florida Statutes Chapter 607.0505 and hereby accept the
appointment of Registered Agent and hereby accept said obligations.

DATED: 5/9/96

Daniel R. Lozier
DANIEL R. LOZIER

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 9th
day of MAY, 1996, by Daniel R. Lozier, who is
personally known to me or who has produced a driver's license as
identification and has not taken an oath.



OFFICIAL SEAL
LYDIA BRACKETT
My Commission Expires
Aug. 17, 1996
Comm. No. CC 222037

Lydia Brackett
_____, NOTARY PUBLIC
Commission No. _____
My Commission Expires: _____

RECEIVED
CLARK COUNTY, FLORIDA
CLERK OF CIRCUIT COURT
MAY 9 9:52 AM 1996

P96000042184

Lozier, Tipton, Thomas & Frazier

A Partnership of Professional Associations

Attorneys at Law

DANIEL H. LOZIER*
ANN J. TIPTON
HENRY W. TIPTON
WILLIAM K. THAMES, II
PAMELA K. FRAZIER
*BOARD CERTIFIED TAX ATTORNEY

ONE PENSACOLA PLAZA
SUITE 224
125 WEST ROMANA STREET
PENSACOLA, FLORIDA 32501

PHONE: (850) 400-0202
(850) 400-0000
FACSIMILE: (850) 400-0000

August 14, 1997

Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Sjoberg, Landry & St. Pierre, Inc.

200002273790-6
-08/21/97--01083--006
*****87.50 *****87.50

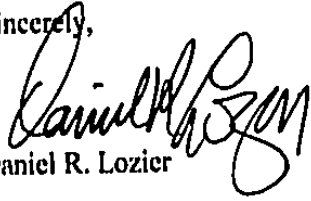
FILED
97 AUG 21 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed for filing on behalf of the above-referenced corporation is an original and one copy of the Articles of Amendment to Articles of Incorporation. Once this document has been filed, please return to us a certified copy of same. Enclosed is our firm's check in the amount \$87.50 to cover the filing fee.

Should you have any questions regarding any of this, please do not hesitate to give me a call.

Sincerely,


Daniel R. Lozier

DRL/II

Enclosures

VS AUG 21 1997

N/C

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION

OF

SJOBERG, LANDRY & ST. PIERRE, INC.

FILED
97 AUG 21 PM 12:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, for the purpose of amending the Articles of Incorporation of Sjoberg, Landry & St. Pierre, Inc., a Florida corporation, filed on May 17, 1996, and assigned charter number P96000042184, hereby adopt the following Articles of Amendment to Articles of Incorporation.

A. Article I is deleted in its entirety and replaced with the following:

ARTICLE I

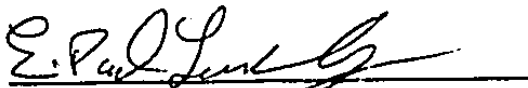
NAME

The name of this corporation is IDEAWORKS, INC., whose principal place of business is located at 41 N. Jefferson Street, Pensacola, Florida 32501.

B. The aforesaid amendment was adopted and approved by all of the Shareholders and all of the Directors by written consent in lieu of meeting on the 24th day of July, 1997.

IN WITNESS WHEREOF, I subscribe my name this 30 day of July, 1997.

ATTEST:

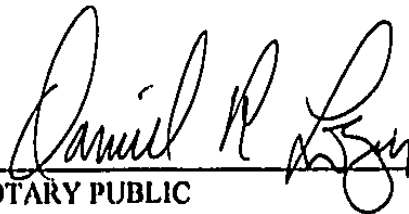

Eric Landry, Secretary


Caron Sjoberg, President

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 30th day of July, 1997, as
President of the corporation, who is personally known to me or who has produced a driver's license
as identification and has not taken an oath.



NOTARY PUBLIC

Commission No. _____

My Commission Expires: _____



DANIEL R. LOZIER
MY COMMISSION # CC307802 EXPIRES
September 3, 1997
BONDED THRU TROY FAIR INSURANCE, INC.