

**P96000045519**

LAW OFFICES OF  
**WOERNER & PARSONS**  
(A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS)  
**ATTORNEYS & COUNSELORS AT LAW**

H. CHARLES WOERNER, JR., D. A.  
WILLIAM A. PARSONS, D. A.

May 21, 1996

2001 SOUTH HICKWOOD AVENUE  
SOUTH DAYTONA, FLORIDA 32119  
TELEPHONE (404) 707-0011  
FAX (404) 708-0140

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

R00001835448  
-05/22/96--01109--015  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Interview Master Inc.  
Reservation Number R96000001792

Dear Sirs or Madams:

Enclosed please find an original and one copy of the Articles of Incorporation of Interview Master Inc. to be registered as a Florida corporation. Please issue the Certificate of Incorporation and return same to this office together with a certified copy of the Articles. Also, enclosed is a copy of the letter from your office for the registration of the above-name.

Also enclosed is the firm's check in the amount of \$122.50 to cover the following fees:

Filing Fee	\$ 35.00
Certified Fee	52.50
Registered Agent Fee	<u>35.00</u>
<b>TOTAL</b>	<b>\$122.50</b>

Thank you for your cooperation and prompt attention to this matter.

Very truly yours,

  
H. CHARLES WOERNER, JR.

HCWjr/nm

Enclosures

FILED  
96 MAY 21 PM 3:12  
TALLAHASSEE, FLORIDA

D. BROWN MAY 29 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 9, 1996

KEVIN TUCKER  
2001 SOUTH RIDGEWOOD AVE.  
SOUTH DAYTONA, FL 32119

The name INTERVIEW MASTER INC. has been reserved for 120 days beginning April 9, 1996. The reservation number is R96000001792 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 (Lanham 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

Neysa Culligan

Letter number: 096A00016173

RESERVED  
NAME AVAILABILITY  
SECTION

Application for Reservation of  
Corporate Name

96 APR -9 AM 11:36

DIVISION OF CORPORATIONS  
BUREAU OF COMMERCIAL  
INFORMATION SERVICES

Kevin Tucker

Printed Name of Applicant

2001 South Ridgewood Avenue

Street or P.O. Box of Applicant

South Daytona, Florida 32119

City, State, Zip of Applicant

1-800-999-3840

Telephone number of Applicant

Pursuant to the provisions of section 607.0402, Florida Statutes, the undersigned hereby applies for reservation of the following name for a period of 120 days non-renewable. Filing fee for reservation: \$35.00

INTERVIEW MASTER INC.

KEVIN TUCKER

Signature of Applicant

Dated: 4/2, 1996

**NOTE:** If Articles of Incorporation are to be submitted by someone other than the applicant, written consent must accompany Articles.

FOR OFFICE USE ONLY

Reservation number R96-1792 Name has been reserved for  
Name Availability NC 4-9-96 120 Days non-renewable as of  
Updater NC 4-9-96 \$35 received.  
Update Verifier MWB 4-9-96  
(Initial & Date)

096A 00016173

ARTICLES OF INCORPORATION  
OF  
INTERVIEW MASTER INC.

FILED  
8:41:21 PM 3/12  
CLERK OF DISTRICT COURT  
DADE COUNTY, FLORIDA

The undersigned, for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of this Corporation is INTERVIEW MASTER INC. with its principal office located at 2553 N. Atlantic Ave., Suite 142, Daytona Beach, Florida 32118.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

The general nature of the business to be transacted by this Corporation is as follows:

(a) To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

(b) To transact the business of promoting and selling audio and video interview tapes, books and manuals and to advertise the same in newspapers, books, booklets, prospectuses, magazines,

circulars, pamphlets, or other similar literature and all advertising media.

(c) To engage in the business of manufacturing, purchasing, or otherwise acquiring and owning, and selling, distributing, assigning, transferring or otherwise disposing of and investing in, trading in, dealing in and with, at wholesale or retail, goods, wares, merchandise, property, and services of every class, kind and description.

(d) To consolidate or merge with any other corporation.

(e) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(f) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(g) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(h) To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statute 607.141 as amended.

(i) To purchase, take, receive, subscribe for, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign

corporation, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(j) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(k) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(l) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this State.

(m) To make donations for the public welfare or for charitable, scientific, or educational purposes.

(n) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any and all of its directors, officers, and employees and for any or all of the directors, officers and employees of its subsidiaries.

(o) To be a promotor, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

(p) To have and exercise all powers necessary or convenient to effect its purpose.

(q) To have, exercise and enjoy all of the rights and privileges of corporations for profit as conferred by the laws of the State of Florida, it being expressly provided that the enumeration of the specific powers and purposes shall not be held to limit or restrict in any manner the general powers of the Corporation.

#### ARTICLE IV

This Corporation is authorized to issue 100 shares of \$10.00 par value common stock which shall be the aggregate number of shares which this Corporation has authority to issue.

#### ARTICLE V

The mailing address of the initial registered office of this Corporation is 545 Brown Pelican Way, Daytona Beach, Florida 32119 and the name of the initial Registered Agent of this Corporation at that address is Madeleine Lill.

#### ARTICLE VI

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by Bylaws adopted by the shareholders but shall never be less than one (1). The directors need not be residents of the

State of Florida. The name and address of the initial director of the Corporation is:

<u>Name</u>	<u>Address</u>
KEVIN TUCKER	2553 N. Atlantic Ave., Suite 142 Daytona Beach, FL 32118

#### ARTICLE VII

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
KEVIN TUCKER	2553 N. Atlantic Ave., Suite 142 Daytona Beach, FL 32118

#### ARTICLE VIII

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

#### ARTICLE IX

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto in the manner provided by law and any right conferred upon the shareholders is subject to this reservation. Every amendment shall require the affirmative vote of a majority of the holders of the stock entitled to vote thereon.



IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 21st day of May, 1996.

KEVIN TUCKER  
KEVIN TUCKER

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KEVIN TUCKER, known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation and produced a driver's license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the State and County aforesaid this 21st day of May, 1996.

Nancy J. Moretz  
NOTARY PUBLIC, State of Florida  
at Large

My commission expires:



NANCY J. MORETZ  
MY COMMISSION # CC415250 EXPIRES  
October 20, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

Pursuant to Chapter 607.164, as amended, of the Florida Statutes, the undersigned individual designated as Registered Agent in the Articles of Incorporation for INTERVIEW MASTER INC. with a registered office at the address designated in the said Articles of Incorporation, hereby accepts said designation and agrees to act as Registered Agent in accordance with the provisions of said Statutes.

*Madeleine M. Lill*  
MADELEINE LILL,  
Registered Agent