

P96000048505

Peter S. Winters  
Suite 508  
1408 North Westshore Boulevard  
Tampa, Florida 33607

May 30, 1996

SECRETARY OF STATE - FLORIDA  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

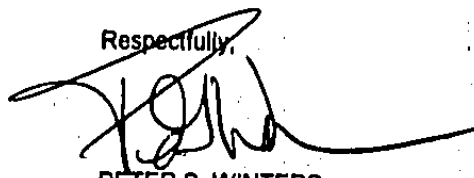
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Dear Sir:

Enclosed find one (1) original and two (2) copies of the Articles of Incorporation of  
THE BACH GROUP, INC.

Also enclosed please find one check made payable to the Secretary of State of Florida  
in the amount of \$122.50, which includes the statutory filing fee. Your assistance in  
establishing this corporation is appreciated.

Respectfully,



PETER S. WINTERS  
Incorporator

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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6-6-96

ARTICLES OF INCORPORATION  
OF  
THE BACH GROUP, INC.  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is THE BACH GROUP, INC. The principal office of the corporation is 1408 North Westshore Boulevard, Suite 508, Tampa, Florida 33607.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 5,000 with a par value of Ten Dollars (\$10.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial Registered Agent is 1408 North Westshore Boulevard, Suite 508, Tampa, Florida 33607 and the name of its initial registered agent at such address is Peter S. Winters.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one (1), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified is:

Peter S. Winters  
Suite 508  
1408 North Westshore Boulevard  
Tampa, Florida 33607

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the bylaws of the corporation without restriction of their powers conferred by statute.

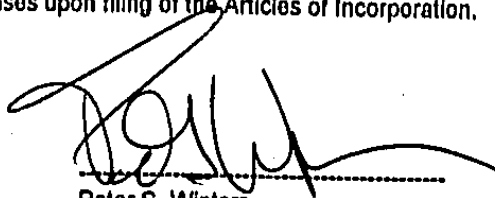
**ARTICLE NINE**

The name and address and telephone number of the incorporator is:

Peter S. Winters  
Suite 508  
1408 North Westshore Boulevard  
Tampa, Florida 33607  
(813) 287-1711

**ARTICLE TEN**

The powers of the incorporator ceases upon filing of the Articles of Incorporation.



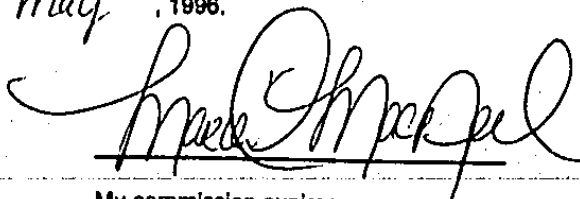
Peter S. Winters  
Suite 508  
1408 North Westshore Boulevard  
Tampa, Florida 33607  
(813) 287-1711  
Incorporator

**STATE OF FLORIDA**

County of Hillsborough

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Peter S. Winters, known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 30<sup>th</sup> day of May, 1996.



My commission expires:



MARIA A MAC NEEL  
My Commission CC421766  
Expires Nov. 20, 1998  
Bonded by NFNU  
800-224-6368



MARIA A MAC NEEL  
My Commission CC421766  
Expires Nov. 20, 1998  
Bonded by NFNU  
800-224-6368

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF REGISTERED AGENT**

**OF**

**THE BACH GROUP, INC.**

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Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above named corporation, desiring to organize under the laws of the  
State of Florida with its registered office as indicated in the Articles of

Incorporation at      Suite 508  
                                 1408 North Westshore Boulevard  
                                 Tampa, Florida 33607

has named Peter S. Winters located at the aforesaid address as Registered  
Agent to accept service of process within the state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



PETER S. WINTERS

Date: May 30, 1996

P96000048505

Peter S. Winters  
111 N. Orange Ave., Ste. 915  
Orlando, FL 32801  
407-245-7779

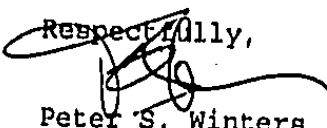
Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Dear Sir:

Enclosed find an Amendment of name change to the Articles of  
Incorporation for The Bach Group Inc..

Also enclosed please find one check made payable to the  
Secretary of State in the amount of \$35.00, this amount  
being the filing fee for the amendment.

Respectfully,

  
Peter S. Winters  
Associate Vice President

Dated: 12/4 1996

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

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DIVISION OF CORPORATIONS  
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DEC 17 1996

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC 10 PM 3:18


ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
THE BACH GROUP, INC.

Pursuant to the the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

- FIRST: RESOLVED, that the name of the corporation be changed to The One Eleven Group, Inc.. This will amend Article One of the Articles of Incorporation.
- SECOND: RESOLVED, that the date of this amendment's adoption be as of December 1, 1996.
- THIRD: RESOLVED, that the amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this Fourth day of December, 1996

Signature

  
Peter S. Winters  
Associate Vice President