

P96000056952

John A. Hilderbrand

3500 South Street, N.E., Ft. Petersburg, Florida 33704

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-02/13/96--01002--008
****131.25 ****131.25

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: J.H., Inc.

Please find herewith an original and one copy of the articles of incorporation and a check for the amount of \$131.25. Please use these monies to fulfill the filing fee requirement for incorporation of the above-named entity (\$70.00), return to me a certified copy of the Articles of Incorporation (\$52.50), and a Certificate of Status (\$8.75).

Sincerely

John A. Hilderbrand
John A. Hilderbrand

W96-3585

96 JUL - 8 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

AL JUL - 8 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 16, 1996

JOHN A. HILDERBRAND
3500 TENTH STREET, N.E.
ST. PETERSBURG, FL 33704

SUBJECT: J.H., INC.
Ref. Number: W96000003585

We have received your document for J.H., INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 696A00006885



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 18, 1996

JOHN A. HILDERBRAND
3500 10TH STREET NE
ST. PETERSBURG, FL 33704

SUBJECT: INSEARCH, INC.
Ref. Number: W96000003585

We have received your document for INSEARCH, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 596A00030125

3500 10th Street NE
St. Petersburg, FL 33704
June 10, 1996

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: INSEARCH, INC.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation and your letter number 696A00006885. Please return to me a certified copy of the Articles of Incorporation and a Certificate of Status. A check for \$131.25 was submitted previously. Thank you.

Sincerely,


John A. Hilderbrand

John A. Hilderbrand

3300 South Street N.E., Ft. Wendenburg, Florida 33704

June 29, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: INSEARCH, INC.

Dear Sirs/Madam:

Please find herewith an original and one (1) copy of the articles of incorporation and one (1) copy of the Consent To Serve As Registered Agent. In addition, I have attached hereto your letters nos. 696A00006885 and 596A00030125. Please return to me a certified copy of the Articles of Incorporation and a Certificate of Status. A check for \$131.25 was submitted to you previously. Thank you.

Sincerely


John A. Hilderbrand

**ARTICLES OF INCORPORATION
OF
INSEARCH, INC.**

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96 JUL -8 PM 3:42

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be INSEARCH, INC.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 100,000 shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the rights to receive the net assets of the corporation upon its dissolution.

At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

ARTICLE V

The corporation elects to have preemptive rights.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the

Articles of Incorporation

Page 2

person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one director whose name and address is as follows:

John Hilderbrand
3500 Tenth Street Northeast
St. Petersburg, Florida 33704

ARTICLE X

The initial registered agent of the corporation is John Hilderbrand. The street address of the corporation's initial registered office is 3500 Tenth Street Northeast, St. Petersburg, Florida 33704.

ARTICLE XI

The principal place of business and mailing address of this corporation shall be:

INSEARCH, INC.
3500 Tenth Street Northeast
St. Petersburg, Florida 33704

Articles of Incorporation
Page 3

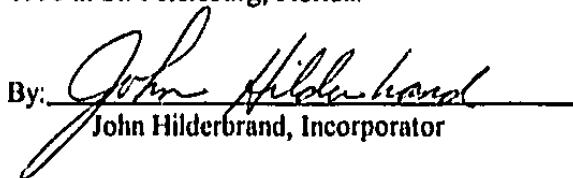
ARTICLE XII

The name and address of the incorporator to these Articles of Incorporation is as follows:

John Hilderbrand
3500 Tenth Street Northeast
St. Petersburg, Florida 33704

The undersigned incorporator has executed these Articles of Incorporation this tenth day of May, 1996 at St. Petersburg, Florida.

By: _____



John Hilderbrand, Incorporator

**CONSENT TO SERVE AS REGISTERED AGENT
FOR
INSEARCH, INC.**

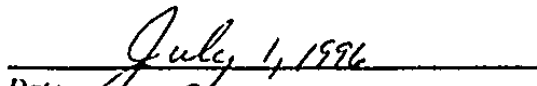
Having been named in the state of Florida as registered agent by, and to accept service of process for, the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties, responsibilities and obligations of my position as registered agent for said corporation

AGREED TO AND ACCEPTED BY:

JOHN HILDERBRAND



John Hilderbrand



Date

FILED
96 JUL -8 PM 3:42
TALLAHASSEE
FLORIDA