

1201 HAYS STREET
MAITLAND, FL 32751
904-222-0100
904-222-0101 FAX
800-342-8086
P96000066459



PREPAID
CREDIT ADVANCEMENT SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 048755 11725A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 9, 1996

ORDER TIME : 10:40 AM

ORDER NO. : 048755

CUSTOMER NO: 11725A

CUSTOMER: Ms. Angela P. Berkey
JAMES S. BYRD, JR., P.A.

2nd Floor
1059 Maitland Center Commons
Maitland, FL 32751

200001913032
-08/09/96--01045--007
****122.50 ****122.50

DOMESTIC FILING

NAME: FORTUNE 21, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 AUG -9 PM12:50

RECEIVED
96 AUG -9 AM11:30
DIVISION OF CORPORATIONS

EFFECTIVE DATE
8/7/96
ARTICLES OF INCORPORATION
OF
FORTUNE 21, INC.

FILED
CLERK OF STATE
CORPORATIONS
96 AUG - 2 PM 12: 51

The undersigned, acting as Incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be **FORTUNE 21, INC.** and the principal place of business shall be 1059 Maitland Center Commons, 2nd Floor, Maitland, FL 32751.

ARTICLE II - TERM OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III - GENERAL PURPOSE

The general purpose for which this Corporation is organized shall be:

(1) For any lawful purpose

(2) It is intended that this Corporation is organized for and may conduct and transact any or all lawful business authorized and not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this Corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is twenty-five million (25,000,000) shares of common stock having a par value of \$.001 per share.

**ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida will be 1059 Maitland Center Commons Blvd., 2nd Floor, Maitland, FL 32751.

The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is James S. Byrd, Jr. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

(1). The initial number of directors of this Corporation shall be three (3).

(2). The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one.

(3). The name and street address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
James S. Byrd, Jr.	1059 Maitland Center Commons, 2nd Floor Maitland, FL 32751
Douglas Shane Hackett	1059 Maitland Center Commons, 2nd Floor Maitland, FL 32751
James Francis	1059 Maitland Center Commons, 2nd Floor Maitland, FL 32751

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

<u>Name</u>	<u>Street Address</u>
James S. Byrd, Jr.	1059 Maitland Center Commons Blvd., 2nd Floor Maitland, FL 32751

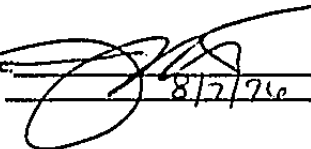
ARTICLE VIII - AMENDMENT TO ARTICLES

This Corporation reserves the right to amend or repeal any provisions contained in those Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Maitland, Florida, this 7TH day of August, 1996.

 (SEAL)
JAMES S. BYRD, JR.


Having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.325 of the Florida Statutes.

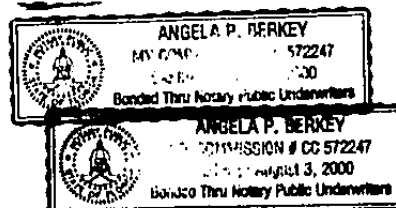
Signature: 
Date: 8/7/96

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared JAMES S. BYRD, JR., known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed said instrument for the uses and purposes set forth herein.

WITNESS my hand and official seal in the County and State last aforesaid this 7TH day of August, 1996.


Notary Public, State of Florida
My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -9 PM 12:51

P96000066459

Requestor's Name _____

REFERENCE NUMBER _____

TELEPHONE _____

1200 1200 1200

1200 1200 1200

1200 1200 1200

Office Use Only

NUMBER(S), (if known):

100002002711--5

-11/13/96--01089--017

*****35.00 *****35.00

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in
 ☐ Pick up time _____
 ☐ Certified Copy
☐ Mail out
 ☐ Will wait
 ☐ Photocopy
 ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED

96 NOV 12 AM 11:09

SECRETARY OF STATE

TALLAHASSEE, FLORIDA

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11/11/96

Examiner's Initials	
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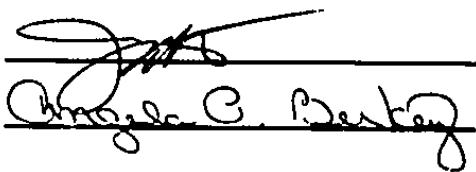
NOTICE OF RESIGNATION

The undersigned, DOUGLAS SHANE HACKETT, being a member of the Board of Directors and an Officer of FORTUNE 21, INC. ("the Corporation"), a Florida corporation, hereby gives notice of the following actions:

1. **RESIGNATION OF DIRECTOR** - The undersigned, DOUGLAS SHANE HACKETT, hereby resigns as a Director of the Corporation effective the 11th day of November, 1996.
2. **RESIGNATION OF OFFICER** - The undersigned, DOUGLAS SHANE HACKETT, hereby resigns as an Officer of the Corporation effective the 11th day of November, 1996.

DATED this 11 day of November, 1996.

Signed, sealed and delivered
in the presence of


Angel C. Bentley

FORTUNE 21, INC.


DOUGLAS SHANE HACKETT

FILED
96 NOV 12 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000066459

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

FORTUNE 21, INC., a Florida corporation, document number P96000066459

INTO

PERFORMANCE LINK INC., a Florida corporation, P94000017374.

File date: November 25, 1996

Corporate Specialist: Karen Gibson