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E. DAVID JOHNSON  
ATTORNEY AT LAW  
131 TAYLOR STREET  
PUNTA GORDA, FLORIDA 33850  
(841) 837-1818  
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August 14, 1996

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

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-08/16/96--01067--018  
\*\*\*122.50 \*\*\*122.50

Re: Incorporation of Poole & Associates, Inc.

Gentlemen:

Enclosed please find an original and executed copy of the Articles of Incorporation of the above referenced corporation and Designation of Registered Agent together with check #5203 in the amount of \$122.50 for filing fee and certified copy fee.

I would appreciate your returning to this office the Certification of Incorporation, certified copy of Articles and receipt as soon as possible.

Thank you for your assistance. If there are any questions please do not hesitate to contact the office.

Very Truly Yours,  
*Mary L. Wittreich*  
Mary L. Wittreich  
Secretary to E. David Johnson

RECEIVED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

96 AUG 16 AM 10:25

FILED

EDJ/mlw  
Encl.

ON AUG 20 1996

ARTICLES OF INCORPORATION  
OF  
POOLE & ASSOCIATES, INC.

FILED  
26 AUG 16 AM 10:26  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME

The name of this corporation is POOLE & ASSOCIATES, INC.

ARTICLE 2. - DURATION OF CORPORATE STATUS

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSE

The general purposes for which this corporation is organized is to engage in research and investigative services and includes the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at anytime is 100 shares of common stock having a par value of \$1 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 213 Durrance Street, Punta Gorda, Florida 33950. The name of the initial registered agent at such address is THOMAS D. POOLE.

ARTICLE 6. - DIRECTORS

This corporation shall have one director initially. The number of directors maybe increased or decreased from time to time by By-Laws adopted by the shareholders, but shall never be less than one.

ARTICLE 7. - INITIAL DIRECTORS

The name and post office address of the members of the first Board of Directors are:

Name

Address

THOMAS D. POOLE

213 Durrance Street,  
Punta Gorda, FL 33950

ARTICLE 8. - INCORPORATORS

The name and post office address of the Incorporator of this corporation are:

Name

Address

THOMAS D. POOLE

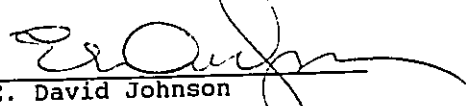
213 Durrance Street  
Punta Gorda, FL 33950

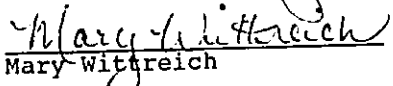
ARTICLE 9. - AMENDMENT

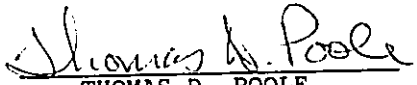
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names and affixed their seals this 12th day of August, 1996.

Signed and Sealed in our presence (in duplicate):

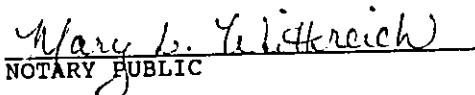
  
E. David Johnson

  
Mary Wittreich

  
THOMAS D. POOLE

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 12th day of August, 1996 by THOMAS D. POOLE, as Incorporator for POOLE & ASSOCIATES, INC.

  
NOTARY PUBLIC

Personally known X



CERTIFICATE DESIGNATING A REGISTERED AGENT AND  
REGISTERED OFFICE FOR THE SERVICE OF PROCESS

In compliance with Section 607.037(3), Florida Statutes, the following is submitted:

POOLE & ASSOCIATES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 213 Durrance Street, Punta Gorda, County of Charlotte, State of Florida, has designated THOMAS D. POOLE, whose street address is 213 Durrance Street, Punta Gorda, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

POOLE & ASSOCIATES, INC.

By:

Thomas D. Poole  
Thomas D. Poole

A C C E P T A N C E

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

Thomas D. Poole  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 AUG 16 AM 10:25

FILED