

**P96000079731**

900 University Boulevard North, Suite 100

Jacksonville, FL 32211

August 14, 1996

Filing Department  
New Corporate Division  
PO Box 6327  
Tallahassee, FL 32314

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-09/24/96--01/62--015  
\*\*\*\*122.60 \*\*\*\*122.60

Re: new corporation: Intellitrak Investigative Services, Inc.  
a Florida corporation

Dear Ladies and/or Gentlemen:

I enclose herewith the original and one (1) copy of Articles of Incorporation of a new corporation titled Intellitrak Investigative Services, Inc., a Florida corporation, which I will appreciate your filing at your early convenience.

I am enclosing my check payable to the Secretary of State in the sum of \$122.50, for which I will appreciate not only your filing this new corporation, but sending me a certified true copy of the said Articles once they are filed.

Thanking you in advance for your consideration and co-operation in this matter, I am,

Sincerely yours,

*John A. Baggett Jr.*  
John A. Baggett, Jr.

JABjr/mcg  
enclosures: 3

SEP 26 1996

BSB

FILED  
96 SEP 24 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

900 University Boulevard North, Suite 100

Jacksonville, FL 32211

August 14, 1996

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New Corporate Division  
PO Box 6327  
Tallahassee, FL 32314

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a Florida corporation

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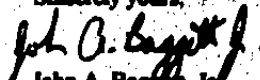
Dear Ladies and/or Gentlemen:

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Sincerely yours,

  
John A. Baggett, Jr.

JABjr/mcg  
enclosures: 3

**ARTICLES OF INCORPORATION**  
**OF**  
**INTELLITRAK INVESTIGATIVE SERVICES, INC.**  
**a Florida Corporation**

**FILED**

96 SEP 24 AM 8:22

SECRETARY OF STATE  
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 I. NAME**

**INTELLITRAK INVESTIGATIVE SERVICES, INC.,**  
**a Florida Corporation**

**ARTICLE II. NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is: **The act of investigating facts, persons, statements, domestic cases and any or all material or immaterial action(s) which fall under the Department of Justice as defined as "investigator" in Chapter 493, Florida Statutes.**

To manufacture, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with, goods, wares, merchandise real and personal property and services of every class, kind and description; **except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition .**

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To become guarantor or surety for any other person, firm or corporation for any purpose or transaction whatsoever.

To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the interest of the corporation.

To adopt such pension, profit sharing, stock option and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees and directors and others as the Board of Directors may deem to be in the interest of the corporation.

To have and exercise all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.

All of the foregoing in this article shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation.

### **ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time :

**One Hundred Shares at No Par Value.**

**ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is Five Hundred and No/100 (\$500.00).

**ARTICLE V. ELECTION FOR TAXES**

This corporation is organized herein under the Sub-chapter "S" Section of the Internal Revenue Laws of the United States.

**ARTICLE VI. TERM**

This corporation shall have perpetual existence.

**ARTICLE VII. ADDRESS**

The post office address of the principal office of this corporation in the State of Florida is :

900 University Boulevard N., Suite 100  
Jacksonville, Florida 32211.

The Board of Directors may from time to time move the office to any other place in Florida.

**ARTICLE VIII. DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). Any director may be removed at any time, with or without cause, by the stockholders having the right and entitled to vote at a meeting called for that purpose.

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as

Directors and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

#### **ARTICLE IX. INDEMNITY**

This corporation is authorized to indemnify any director, officer or employee, or former director, officer or employee of this corporation, or any person who may have served at its request as a director, officer or employee of another corporation in which it owns share of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him/her in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. This corporation may also reimburse to any director, officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the directors of this corporation not involved in the matter in controversy (whether or not a quorum) that it was to the interests of this corporation that such settlement be made and that such director, officer or employee was not guilty of negligence or misconduct. such indemnification or reimbursement shall not preclude such director, officer or employee from exercising any rights to which (s)he may be entitled under the By-Laws or otherwise.

#### **ARTICLE X. AMENDMENT**

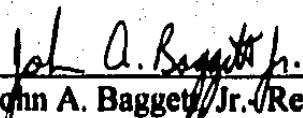
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by 51% of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.



**ACKNOWLEDGMENT OF REGISTERED AGENT**

Said Registered Agent named in Article XI hereof has executed the following Acknowledgment, accepting said office and agreeing to comply with the provisions of Chapter 48.091, Florida Statutes;

I, JOHN A. BAGGETT, JR. , having been named to accept service of process for the above-stated corporation at the place designated in Article XI hereof, hereby accepts to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
John A. Baggett, Jr. Registered Agent

DATED: August 14, 1996

**FILED**  
96 SEP 24 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



P960000 79751

Requestor's Name  
900 Univ Blvd N Ste 100  
Address  
Jacksonville, FL 32211  
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Intellectual Investigative Services, Inc.  
(Corporation Name) (Document #)
2. Amend  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
OCT 25 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Name  
Availability 10/25/96  
Examiner  
Updater

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

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-10/17/96--01070--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

KC0789, 00542,  
00672

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

October 21, 1996

John A. Baggett Jr.  
900 University Boulevard N.  
Suite 100  
Jacksonville, FL 32211

**SUBJECT: INTELLITRAK INVESTIGATIVE SERVICES, INC.**  
Ref. Number: P96000079751

We have received your document for **INTELLITRAK INVESTIGATIVE SERVICES, INC.** and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan  
Corporate Specialist

Letter Number: 596A00048451

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
96 OCT 25 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Intellitrak Investigative Services, Inc.

(present name)

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

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

To add John Agnew Baggett Jr.  
as President of the Corporation

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 10-11-96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 11th day of October, 1996

Signature J. A. Baggett Jr.  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) INCORPORATOR

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

John Agnew Baggett Jr.  
Typed or printed name

President  
Title