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FILED  
SEP 30 PM 3:45  
GAINESVILLE, FLORIDA

September 27, 1996

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

400001960164  
-10/01/96--01004--016  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Talent Reference Tools, Inc.

Dear Sir or Madam:

Enclosed are the following in connection with the above-referenced corporation:

1. Original executed Articles of Incorporation; and
2. Our check in the amount of \$122.50.

Please return the Certificate and a copy of the Articles to this office after filing. Thank you for your consideration in this matter.

Sincerely,

  
Richard M. "Rick" Knellinger

RMK:sm

Enclosures 2

cc: Rogers Walker, III

OK  
10/11/96

**ARTICLES OF INCORPORATION  
OF  
TALENT REFERENCE TOOLS, INC.**

FILED  
SEP 30 PM 3:43  
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

**ARTICLE I**

The name of the Corporation is TALENT REFERENCE TOOLS, INC.

**ARTICLE II**

The duration of the corporation is perpetual.

**ARTICLE III**

The general purposes for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV**

The aggregate number of shares which the corporation is authorized to issue is seven thousand five hundred (7,500). Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

**ARTICLE V**

The street address of the initial registered office of the corporation is 1000 S.W. 62nd Boulevard #2433-A, Gainesville, Florida 32607 and the name of its initial registered agent at such address is ROGERS WALKER, III.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is one (1).

The name and address of the person who is to serve as the sole member of the initial board of directors is: ROGERS WALKER, III.

ARTICLE VII

The name and address of the incorporator is:

ROGERS WALKER, III  
1000 S.W. 62nd Boulevard, #2433-A  
Gainesville, Florida 32607

The address of the principal place of business is:

1000 S.W. 62nd Boulevard, #2433-A  
Gainesville, Florida 32607

Executed by the undersigned at Gainesville, Florida this 26th day of September, 1996.

  
ROGERS WALKER, III

ACCEPTANCE AS REGISTERED AGENT

I, ROGERS WALKER, III, the undersigned, do hereby accept designation as Registered Agent for the above-named corporation.

  
ROGERS WALKER, III

FILED  
CLERK OF DISTRICT COURT  
NINTH JUDICIAL CIRCUIT  
FLORIDA  
SEP 27 1996  
GAINESVILLE, FLORIDA