1201 HAYS STREET 800-342-8086 TALLAHASSEE, FL 32301-2607 networks

PRESTICE HALL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE: 160495

5674A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: November 19, 1996

ORDER TIME : 10:47 AM

ORDER NO. : 160495-005

CUSTOMER NO:

5674A

CUSTOMER: Carla Wellborn, Legal Asst

KIMPTON BURKE & WHITE

Suite 100

28059 U.s. Highwo , o North

Clearwater, FL 3 2:

, rri

400002011434--0 • ;

DOMESTIC FILLING

NAME:

CUSTOMER ADVANTAGE THE

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: Danny G. Smith

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Sandra B. Morthum Secretary of State

November 8, 1996

ROBERT C. BURKE, JR., ESQ. KIMPTON, BURKE & WHITE, P.A. 28059 U.S. HIGHWAY 19 N., SUITE 100 CLEARWATER, FL 34621-2698

The name CUSTOMER ADVANTAGE, INC. has been reserved for 120 days beginning November 7, 1996. The reservation number is R96000005319 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. 'Vhen the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial tiling office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutos, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Flotitious Name Act).

If someone else submits the document for filling, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 296A00051192



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 21, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: CUSTOMER ADVANTAGE, INC. CO Ref. Number: W96000024740

RESUBMIT

Please give original submission date as file date.

We have received your document for CUSTOMER ADVANTAGE, INC. CO and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The corporate name must be identical throughout the document.

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) 487-6923.

Doris McDuffie Corporate Specialist Supervisor

Letter Number: 496A00053070

13/50 NOVE 11.50

ARTICLES OF INCORPORATION

OF

CUSTOMER ADVANTAGE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CUSTOMER ADVANTAGE, INC.

The address of the principal office of this corporation shall be 28059 U.S. Highway 19 North, Suite 100, Clearwater, Florida 34621 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 28059 U.S. Highway 19 North, Suite 100, Clearwater, Florida 34621, and the name of the initial registered agent of the corporation at that address is Robert C. Burke, Jr.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISON

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VII. INDEMNIFICATION

The corporation may indemnify any officer, director, employee, or agent or any officer, director, employee, or agent to the extent permitted by law.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301 IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on November 21, 1996.

CORPORATION SERVICE COMPANY

By: <u>Ullioiah M. Skipper</u> It's Agent, Deborah D. Skipper

DGS

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is:	CUSTOMER ADVANTAGE, I	NC.		-
2.	The name and address of the regis	stered agent and office is:			-
	ROBE	RT C. BURKE, JR. (Name)	_/	95 HeV 21	11.3
		HWAY 19 NORTH, SUITE 100 lox <u>not</u> acceptable)	. ;	777	G H
		ATER. FLORIDA 34621 City/State/Zip)	i e rid	58	
regist of all s	g been named as registered agent a ration at the place designated in tered agent and agree to act in this contact and the proper and contact the contact and contact the obligations of my position a	his certificate, I hereby accept to a pacity. I further agree to comply applete performance of my duties, a	the appoint	tmen	it as

LAW OFFICES OF, P960000095729 KIMPTON, BURKE & WHITE, P.A.

WILLIAM J. KIMPTON ROBERT C. BURKE, JR. LANGFRED W. WHITE RICHARD T. HEIDEN

FAX (813) 796-0909

28059 U.S. HIGHWAY 19 NORTH SUITE 100 CLEARWATER, FL 34621-2698 TELEPHONE (813) 791-8663

800002054618--2 -01/10/97--01101--014 *****35.00 *****35.00

January 2, 1997

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

RE: Customer Advantage, Inc. Our File No. 10,260.04.6.00

Gentlemen:

Enclosed is Registered Agent Certificate designating new Registered Agent for the captioned corporation. Please file the same in the

Please date stamp the duplicate copy enclosed with the filing information and return in the self-addressed, stamped envelope also enclosed.

Further enclosed is our check in the amount of \$35 covering your filing fees.

Sincerely,

KIMPTON, BURKE & WHITE, P.A.

Robert C. Burke, Jr.

RCB/cg Enclosures

RA Chg.

cg:97depa01.1tr

S JAN 17 1997

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

	VANTAGE, INC.
	- 400 Mg
b. The mailing address of the corporation is: 2805 100, CLEARWATER, FL 34621	9 U S HIGHWAY 19 NORTH SUITE
c. Date of incorporation: 11/21/96 D	ocument number: P96000095729
. The name and address of the current registered a	agent and office:
28059 U S HIGHWAY 19 N	NORTH SUITE 100
CLEARWATER FL 34621	
The name and address of the new registered agent DANIEL W CARLISLE	and office:(P.O. Box Not Acceptable)
426 ST ANDREW DRIVE	
BELLEAIR FL 34616	
ne street address of its registered atti	treet address of the business office of its
ne street address of its registered office and the sagistered agent, as changed, will be identical. Ich change was authorized by resolution duly adopte authorized by the board.	treet address of the business office of its
the street address of its registered office and the street agent, as changed, will be identical. The change was authorized by resolution duly adopte authorized by the board.	treet address of the business office of its ed by its board of directors or by an officer
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