

P970000006672

OFFICE USE ONLY (Document #)

Corporation Service Company

(Requestor's Name)

1201 Hays Street

(Address)

Tallahassee, FL 32301 222-9171

(City, State, Zip)

(Phone #)

Account No.: 072100000032

Reference :

Authorization:

Cost Limit : \$ 70.00 PPD

OFFICE USE ONLY

CIS Contact: MIKE KLUNE

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

1. CAREER LIFELINE, INC.

(Corporation Name)

(Document #)

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*****70.00 *****70.00

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certificate of Status

NEW FILINGS	
<input checked="" 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

SECRET
TALLAHASSEE, FLORIDA

97 JAN 22 PM 12:59

DIVISION OF CORPORATION

97 JAN 22 AM 10:52

FILED

RECEIVED

1.23.97

Examiner's Initials

16

ARTICLES OF INCORPORATION

of

CAREER LIFELINE, INC.

97 JAN 22 PM 12:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

Article 1. *Name:* The name of this corporation is: Career LifeLine, Inc.

Article 2. *Duration:* The term of existence of the corporation is perpetual.

Article 3. *Purpose:* This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

Article 4. *Capital Stock:* The maximum number of shares this corporation is authorized to issue is Seventy-five hundred (7,500) shares of common stock, each having a par value of One Dollar (\$1.00) per share. All shares shall be identical in every respect entitling one vote for each share with respect to all matters on which each shareholder has a right to vote.

Article 5. *Principal Office:* The address of the principal office of this corporation shall be: 9700 Koger Bldg., St. Petersburg, FL 33702

Article 6. *Initial Registered Office and Agent:*

A. *Registered Office:* The address of the initial registered office of this corporation is located at 3576 Fairway Forest Drive, Palm Harbor, FL

B. *Registered Agent:* The name of the initial Registered Agent of this corporation at that address is Ralph E. Moon, Jr.

Article 7. *Initial Board of Directors:* This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Ralph E. Moon, Jr., 3576 Fairway Forest Drive, Palm Harbor, FL 34685


Article 8. *Incorporator:* The name and post office address of the sole incorporator is:

Ralph E. Moon, Jr., Post Office Box 4836, Palm Harbor, FL 34685

Article 9. *Indemnification:* The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

Article 10. *Amendment:* This corporation reserves the right to amend or repeal any provisions contained in these 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 executed these Articles of Incorporation this 21st day of January, 1997.


Ralph E. Moon, Jr., Incorporator

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

ON THIS DAY BEFORE ME, a Notary Public duly authorized to administer oaths and take acknowledgments in the State and County set forth above, personally appeared Ralph E. Moon, Jr., personally known to me and known to me to be the person who executed the foregoing Articles of Incorporation and acknowledged before me the execution thereof for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the County and State aforesaid, this 21st day of January, 1997.



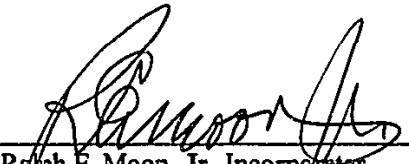
Notary Public, State of Florida
Commission No.
My commission expires:



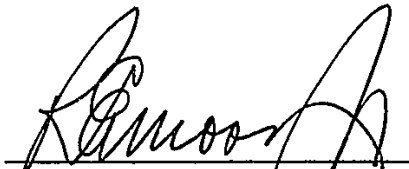
CERTIFICATE
Designating Place of Business or Domicile
for the
Service of Process Within Florida
Naming Agent upon Whom Process May Be Served

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

That Career LifeLine, Inc., desiring to organize or qualify under the laws of the State of Florida with its place of business at 9700 Koger Bldg., St. Petersburg, FL 33702, has named Ralph E. Moon, Jr. located at 3576 Fairway Forest Drive, Palm Harbor, FL, as its Registered Agent to accept service of process within the State of Florida.


Ralph E. Moon, Jr., Incorporator
Date - January 21, 1997

HAVING BEEN NAMED as Registered Agent to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Ralph E. Moon, Jr., Registered Agent
Date - January 21, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA