

# CAPITAL CONNECTION INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

REQUEST TAKEN CONFIRMED APPROVED  
DATE 1/24/97  
TIME 10:10  
BY DR/CD  
CK No. \_\_\_\_\_

WALK-IN  
Will Pick Up \_\_\_\_\_

RE: Search Alliance

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
( ) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts

THANK YOU  
from

FILED  
97 JAN 24 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 JAN 24 AM 10:23  
DIVISION OF CORPORATIONS

600002067346-6  
-01/24/97-01026-026  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DR/CD 1/24

ARTICLES OF INCORPORATION  
OF  
SEARCH ALLIANCE, INC.

FILED  
97 JAN 24 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators under the provisions of the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is:

SEARCH ALLIANCE, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida Business Corporation Act and the laws of the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is Five Thousand (5,000) shares with a par value of ONE DOLLAR (\$1.00) each. All of the shares are of one class only.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial post office address of the principal office of this corporation is: 311 Centre Street, Fernandina Beach, FL 32034. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The name and post office address of the initial directors, who shall hold office for the first year of corporate existence or until their successors are elected or appointed and have qualified are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
THOMAS A. BYRNES	28 Salt Marsh Drive Amelia Island, FL 32034
ALBERT L. RICHARD	31 Salt Marsh Drive Amelia Island, FL 32034

ARTICLE VIII. INCORPORATOR

The name and post office address of the incorporator of this corporation is: MARSHALL E. WOOD, ESQ., 303 Centre Street, Suite 100, Fernandina Beach, FL 32034.

ARTICLE IX. OFFICERS

The names and post office addresses of the officers who shall hold office for the first year of corporate existence or until their successors are elected or appointed are:

NAME

OFFICE

THOMAS A. BYRNES  
28 Salt Marsh Drive  
Amelia Island, FL 32034

Chairman & Chief Executive  
Officer

ALBERT L. RICHARD  
31 Salt Marsh Drive  
Amelia Island, FL 32034

President & Chief Operating  
Officer

ARTICLE X. REGISTERED AGENT

The name and address of the initial registered agent of this corporation is: MARSHALL E. WOOD, ESQ.; 303 Centre Street, Suite 100, Fernandina Beach, FL 32034.

ARTICLE XI. AMENDMENTS

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 issued and outstanding 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. Each and every action required to be voted upon and thereby approved by the stockholders shall be approved by a majority vote of the stockholders.

EXECUTED this 23rd day of January, 1997.

Marshall E. Wood  
MARSHALL E. WOOD, INCORPORATOR

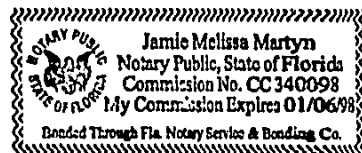
STATE OF FLORIDA

COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this 23rd day of January, 1997, by MARSHALL E. WOOD, who is personally known to me or who presented \_\_\_\_\_ as identification and who did take an oath.

Jamie M. Martyn  
Name: Jamie M. Martyn  
Notary Public, State of Florida

My Commission Expires:



CERTIFICATION OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
97 JAN 24 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating registered office/registered agent, in the state of Florida.

1. The name of the corporation is:  
SEARCH ALLIANCE, INC.
2. The name and address if the registered agent and office is:

MARSHALL E. WOOD, ESQUIRE  
(Name)  
303 Centre Street, Suite 100  
(P. O. Box not acceptable)  
Fernandina Beach, FL 32034  
(City/State/Zip)

Signature Marshall E. Wood  
(corporate officer)  
Title INCORPORATOR  
Date JANUARY 23, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature Marshall E. Wood  
MARSHALL E. WOOD, ESQUIRE  
Date JANUARY 23, 1997

Registered Agent Filing Fee: \$35.00