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JOHN M. CAMPBELL

Attorney At Law

May 13, 1997

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
George Firestone Building
409 E. Gaines Street
Tallahassee, Florida 32314

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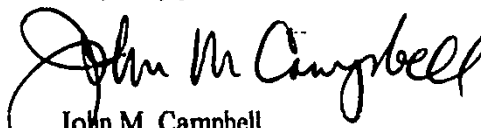
Re: Articles of Incorporation - METROPOLITAN RESEARCH
BUREAU, INC.

Dear Sir or Madam:

I am enclosing the original and one copy of the Articles of Incorporation for METROPOLITAN RESEARCH BUREAU, INC. Please file the original, date stamp the copy and return the conformed copy to this office with the Certificate of Incorporation reflecting the document number. Also enclosed is my firm check in the amount of \$122.50 to cover the filing fee.

If you have any questions or need further information, please do not hesitate to contact me. Thank you for your assistance in this matter.

Very truly yours,


John M. Campbell

JMC/srt
Enclosures

SECRET
TALLAHASSEE, FLORIDA

97 MAY 14 AM 8-20

FILED

FILED
97 MAY 14 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
METROPOLITAN RESEARCH BUREAU, INC.**

The undersigned, acting as incorporator of METROPOLITAN RESEARCH BUREAU, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

METROPOLITAN RESEARCH BUREAU, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10615 Wyndeliff Drive
Orlando, Florida 32817

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of Common Stock with a par value of \$.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and such

consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full value of the shares.

ARTICLE VI. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the registered agent are:

Mac D. Heavener, III
500 East Altamonte Drive
Suite 210
Altamonte Springs, Florida 32701

This Corporation may change its registered agent from time to time without amendment of these Articles of Incorporation.

ARTICLE VII. BOARD OF DIRECTORS

The Corporation shall have the number of directors as determined and elected in accordance with the bylaws. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one.

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator are:

Name

Address

Robert W. Russell

10615 Wyndeliff Drive
Orlando, Florida 32817

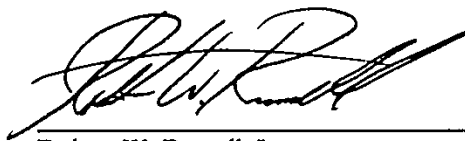
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of May, 1997.

A handwritten signature in dark ink, appearing to read 'Robert W. Russell', is written over a horizontal line.

Robert W. Russell, Incorporator

REGISTERED AGENT CERTIFICATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That Metropolitan Research Bureau, Inc. has designated its principal office, as indicated in the foregoing Articles of Incorporation, at 10615 Wyndeliff Drive, Orlando, Florida 32817, and has named Mac D. Heavener, III, 500 East Altamonte Drive, Suite 210, Altamonte Springs, Florida 32701, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for this Corporation named above, at the place designated in this certificate, Mac D. Heavener, III agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office.



Mac D. Heavener, III
Registered Agent

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97 MAY 14 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA