

P97000098076

November 6, 1997

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

Re: Due Diligence, Inc.

200002352052--9
-11/19/97--01010--008
****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find the following items to be filed in connection with the incorporation of Due Diligence, Inc.

1. Original executed Articles of Incorporation for Due Diligence, Inc.
2. Copy of Articles of Incorporation for Due Diligence, Inc.
3. Check in the amount of \$122.50 made payable to the Department of State as filing fee for the corporation.

Please date stamp a copy of the Articles of Incorporation showing the date of filing and return the stamped copy to the undersigned. Also, please return a Certificate of Status for the corporation to the undersigned.

Thank you for your cooperation.

Sincerely,

Robert Hall

Robert Hall

FILED
07 NOV 17 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2023 N. Atlantic Dr
Ste 82
Cocoa Beach, FL 32931

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~~1197 25132~~
DNC
11-10-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 10, 1997

ROBERT HALL
2023 N ATLANTIC DRIVE
SUITE 82
COCOA BEACH, FL 32931

SUBJECT: DUE DILIGENCE, INC.
Ref. Number: W97000025432

We have received your document for DUE DILIGENCE, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

Please return the original and one copy of 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 (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 597A00054134

Articles of Incorporation
of
Due Diligence, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Duration

The name of the Corporation is Due Diligence, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE III

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is One Hundred Thousand (100,000) shares of Common Stock ("Common Stock"), \$0.01 par value.

ARTICLE IV

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one.
2. Each director shall serve until the next annual meeting of shareholders. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by

affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

<u>Name</u>	<u>Address</u>
Robert Hall	2023 N. Atlantic Ave., Ste. 82 Cocoa Beach, FL 32931

ARTICLE V

Incorporator

The name and mailing address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Robert Hall	2023 N. Atlantic Ave., Ste. 82 Cocoa Beach, FL 32931

ARTICLE VI

Registered Office and Agent

The address of the registered office of the Corporation shall be 2023 N. Atlantic Avenue, Suite 82, Cocoa Beach, Florida 32931. The name of the registered agent at such address is Robert Hall.

ARTICLE VII

Principal Office


The address of the principal office of the Corporation is 2023 N. Atlantic Avenue, Suite 82, Cocoa Beach, Florida 32931.

ARTICLE VIII

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director to the full extent permitted by law.

IN WITNESS WHEREOF the undersigned has executed these Articles of
Incorporation this 6th day of November, 1997.



Robert Hall
Incorporator

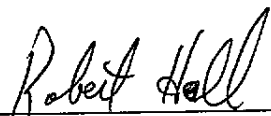
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ACCEPTANCE OF REGISTERED AGENT

Having been designated registered agent for Due Diligence, Inc., a corporation to be organized under the laws of the State of Florida, the undersigned hereby accepts such appointment and the obligations of that position and represents that the undersigned is familiar with the obligations of that position.

6th IN WITNESS WHEREOF, the undersigned has executed this Acceptance this day of November, 1997.



Robert Hall
Registered Agent