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100 W Kennedy Blvd, Ste 260  
Tampa, FL 33602

April 24, 1998

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32301

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\*\*\*\*122.50 \*\*\*\*122.50

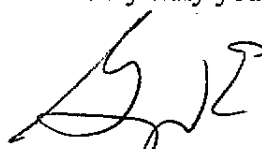
RE: Articles of Incorporation of AnswerSeek, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation of AnswerSeek, Inc., together with a check in the amount of \$122.50 for the filing fees and the cost of a certified copy of the Articles. Please return the certified copy of the Articles of Incorporation to me at the above address.

If you have any questions concerning this matter, please call Bonnie Pinzel at 800-327-8630.

Very truly yours,



George E. Hamilton

/bjp  
Enclosures

FILED  
98 APR 27 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mc 4/28/98

**ARTICLES OF INCORPORATION  
OF  
ANSWERSEEK, INC.**

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

Name

The name of this corporation shall be:

AnswerSeek, Inc.

**ARTICLE II**

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

100 West Kennedy Boulevard, Suite 260  
P.O. Box 577  
Tampa, Florida 33601-0577

**ARTICLE III**

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful businesses for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

**ARTICLE IV**

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000,000 shares of common stock with a par value of \$.001 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

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## ARTICLE V

### Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 100 West Kennedy Boulevard, Suite 260, Tampa, Florida 33602, and the initial registered agent of this corporation at such office shall be George E. Hamilton. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

## ARTICLE VI

### Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

## ARTICLE VII

### Incorporator

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

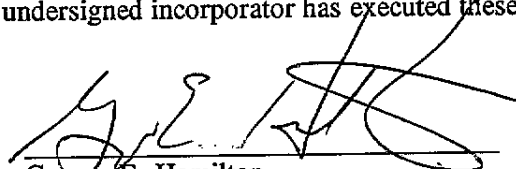
#### Name

George E. Hamilton

#### Address

100 West Kennedy Boulevard  
Suite 260  
Tampa, Florida 33602

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

  
George E. Hamilton

ANSWERSEEK, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, GEORGE E. HAMILTON, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 24th day of April, 1998.

  
GEORGE E. HAMILTON

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98 APR 27 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA