

ACCOUNT NO. : 072100000032

REFERENCE :

090897

8657A

AUTHORIZATION:

COST LIMIT : \$ 78.75

ORDER DATE : January 7, 1999

ORDER TIME : 10:31 AM

ORDER NO. : 090897-005

400002733204--4

CUSTOMER NO:

8657A

CUSTOMER: Ms. Stephanie O'dell

RAMSEY W. DULIN, ESQ RAMSEY W. DULIN, ESQ

201 S. Orange Avenue, Ste 1090

Signature Plaza Orlando, FL 32801

DOMESTIC FILING

NAME:

MIND YOUR BUSINESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

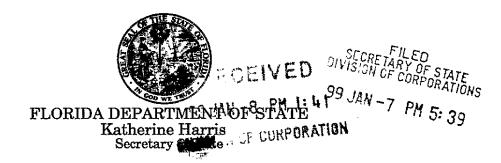
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

-498

EXAMINER'S INITIALS:



January 7, 1999

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: MIND YOUR BUSINESS, INC.

Ref. Number: W99000000498

We have received your document for MIND YOUR BUSINESS, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

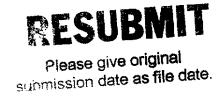
The registered agent and street address must be consistent wherever it appears in your document.

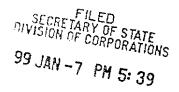
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 799A00000869





ARTICLES OF INCORPORATION OF MIND YOUR BUSINESS, INC.

The undersigned, for purposes of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be MIND YOUR BUSINESS, INC.

ARTICLE II DURATION

The term of existence of the corporation is perpetual.

ARTICLE III PURPOSE

The purposes of the corporation are:

- (a) To engage in the training and consulting of employee managment, write training programs/manuals and to engage in related business activities.
- (b) To engage in and to transact any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with a par value of one dollar (\$1.00).

ARTICLE V REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 201 South Orange Avenue, Suite 1090, Orlando, Florida 32801. The name of the initial registered agent at such address is Ramsey W. Dulin.

ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of the corporation shall be P.O.Box 2073, Windermere, Florida 34786-2073, until otherwise designated by the corporation.

ARTICLE VII DIRECTORS

The Board of Directors of the corporation shall consist of at least one director and no more than five directors. The initial Board of Directors shall consist of one director, whose name and address is set forth below:

Betsy Montague

8061 Bridgestone Drive Orlando, Florida 32835

VIII OFFICERS

The corporation shall have such officers as may be provided in the bylaws of the corporation, and such officers shall be determined in the manner provided in the bylaws, and shall perform their duties during their respective terms of office as may be provided in the bylaws of the corporation.

ARTICLE IX INCORPORATOR

The name and address of the incorporator of the corporation is as follows:

Betsy Montague

8061 Bridgestone Drive Orlando, Florida 32835

AMENDMENTS OF ARTICLES OF INCORPORATION AND BYLAWS

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by majority vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of the corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a majority vote of all outstanding shares.

IN WITNESS WHEREOF, I have subscribed my name this ______ day of January, 1999.

Betsy Montague

Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Betsy Montaque to me personally known or who produced TL. D. L. M532-071-11-830.0 as identification to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein contained, and who did/did not take an oath.

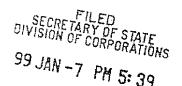
WITNESS my hand and official seal in the county and state set forth above this U day of January, 1999.

STEPHANIE L. O'DEUL
MY COMMISSION # CC - CY
EXPIRES: January 2. 107 1
Bonded Thru Notary Public Ure

Notary Public, State of Florida

Printed Name: Stephonie LO

(Seal)



DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

MIND YOUR BUSINESS, INC., a Florida corporation, pursuant to Florida Statue §48.091, and its Articles of Incorporation, hereby designates Ramsey W. Dulin, 201 S. Orange Avenue, Suite 1090, Orlando, Florida 32801, as its registered agent and registered office for the service of process as required by law.

ACCEPTANCE

I, Ramsey W. Dulin having been named in the foregoing designation of registered office and registered agent by MIND YOUR BUSINESS, INC., a Florida corporation, and being fully advised and apprized of the duties of a registered agent for the service of process as prescribed by Florida Statue §48.091, do hereby accept said designation, and agree to accept service of process as registered agent, to keep my office open during prescribed hours, to post my name in some conspicuous place in the office as required by law, and to otherwise comply with the obligations of a resident agent and to maintain a registered office as heretofore indicated.

Dated this 6th day of January, 1999.

Ramsey W. Dulin