P9900021705



ACCOUNT NO.: 072100000032

REFERENCE: 1599

159912 7178849

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE: March 8, 1999

ORDER TIME : 11:31 AM

ORDER NO. : 159912-005

CUSTOMER NO: 7178849

000002798290--9

CUSTOMER: Ms. Bettyann R. Hatz

MS. BETTYANN R. HATZ MS. BETTYANN R. HATZ 20500 Cot Road, #460

Lutz, FL 33549

DOMESTIC FILING

NAME:

SEARCHING FOR PEOPLE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY

Y PLAIN STAMPED COPY

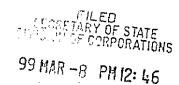
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria Stephens

EXAMINER'S INITIALS:

23 99 MAP -8 PM 3: 11

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ARTICLES OF INCORPORATION

OF

SEARCHING FOR PEOPLE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SEARCHING FOR PEOPLE, INC.

The address of the principal office of this corporation shall be 20500 Cot Road, # 460, Lutz, Florida 33549, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$.001 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Kim Benschoter

1406 Jean Street, Lutz, Florida 33549

Bettyann Hatz

20500 Cot Rd., #460, Lutz, Florida 33549

Brian Ross

6722 Marina Point Drive, Tampa, Florida 33635

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ARTICLE VII. INCORPORATOR

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

The Company Corporation 1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on March 8, 1999.

Its Incorporator, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Karen B. Rozar
Authorized Service Representative
Corporation Service Company

BDI/MSN