

Elizabeth A. Townes

CERTIFIED PUBLIC ACCOUNTANT

P990000 34591

April 12, 1999

Doris McDuffie
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

; INC.

SUBJECT: Know First Background Checks, Inc.
Ref No. W99000007958
Letter No. 699A00016834

Dear Ms. McDuffie:

In response to your letter referenced above we have made the corrections to the Articles of Incorporation for Know First Background Checks, Inc. Enclosed please find the original and one copy.

If you have any questions concerning the attached, please do not hesitate to contact me.

Sincerely,

Elizabeth A. Townes

Elizabeth A. Townes, CPA

EFFECTIVE DATE
4-1-99

FILED
99 APR -8 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
4/15/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 2, 1999

ELIZABETH A. TOWNES, CPA
P.O. BOX 272959
TAMPA, FL 33688

SUBJECT: KNOW FIRST BACKGROUND CHECKS, INC.
Ref. Number: W99000007958

We have received your document for KNOW FIRST BACKGROUND CHECKS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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: 699A00016834

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
KNOW FIRST BACKGROUND CHECKS, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Know First Background Checks, Inc.

EFFECTIVE DATE
4-1-99

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:
13930 Clubhouse Circle
Tampa, Florida 33624
Mailing address: P. O. Box 272959
Tampa, Florida 33688

**ARTICLE III
SHARES**

The total number of shares which the corporation shall have authority to issue is 20 shares of no par value stock.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Elizabeth A. Townes, CPA

13930 Clubhouse Circle
Hillsborough County
Tampa, FL 33624

ARTICLE IV PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Elizabeth A. Townes, CPA
13930 Clubhouse Circle
Tampa, Florida 33624

Diana Chapman
21360 Race Horse Lane
Brooksville, FL 34609

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (1) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the

corporation to the fullest extent permitted by law.

ARTICLE VII EFFECTIVE DATE

The effective date of the corporation shall be April 1, 1999.

ARTICLE VIII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Elizabeth A. Townes

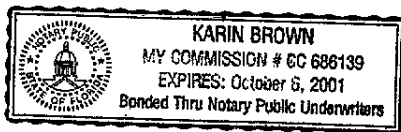
Elizabeth A. Townes, CPA, Incorporator
P. O. Box 272959
Tampa, Florida 33688

Diana Chapman

Diana Chapman, Incorporator
P. O. Box 272959
Tampa, Florida 33688

State of Florida, County of Hillsborough, ss:

Subscribed and sworn to (or affirmed) before me this 12th day of April, 1999



Karin Brown
Notary Public

FILED
99 APR - 8 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service or process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations or my position as registered agent.

Elizabeth A. Townes
Signature/Registered Agent

4/12/99
Date