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DOUGLAS C. HIGGINBOTHAM

ATTORNEY AT LAW

337 EAST FORSYTH STREET
JACKSONVILLE, FLORIDA 32202
(904) 354-6604 • (904) 353-5877 FAX

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 26 PM 1:23

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Corporate Records Division
Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32301

Re: THE STERLING SEARCH GROUP, INC.
Articles of Incorporation

Gentlemen:

We enclose herewith original and one executed copy of Articles of Incorporation for THE STERLING SEARCH GROUP, INC., together with check in the amount of \$122.50 to cover the various fees.

Please return one certified copy of the Articles to the undersigned.

Thank you for your cooperation and assistance in the above.

Cordially,

DC Higginbotham

D. C. HIGGINBOTHAM

DCH:kfe
Enclosures

D. BROWN APR 29 1999

ARTICLES OF INCORPORATION

OF

THE STERLING SEARCH GROUP, INC.

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The undersigned, acting as Incorporator(s) of a corporation under the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. **NAME:** The name of this corporation and its principal office are:

THE STERLING SEARCH GROUP, INC.
PO BOX 50403
JACKSONVILLE BEACH, FL 32240

2. **DURATION:** The period of its duration is perpetual.

3. **PURPOSE:** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. **CAPITAL STOCK:** The corporation is authorized to issue 500 share, all of one class, at \$1 par value.

5. **INITIAL REGISTERED OFFICE AND AGENT:** The name and address of the initial registered agent and office of this corporation is as follows:

MICHAEL IMPERIALE - 3724 Sanctuary Way S., Jacksonville Beach, FL 32250

6. **INITIAL BOARD OF DIRECTORS:** This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director of this corporation are:

NAME:

Michael Imperiale

ADDRESS:

3724 Sanctuary Way South
Jacksonville Beach, FL 32250

7. **INCORPORATOR:** The name and address of the Incorporators signing these Articles of Incorporation is:

NAME:

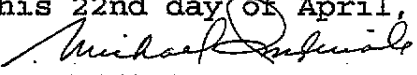
Michael Imperiale

ADDRESS:

3724 Sanctuary Way South
Jacksonville Beach, FL 32250

8. **AMENDMENT OF ARTICLES:** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators has executed these Articles of Incorporation this 22nd day of April, 1999.



Incorporator
Michael Imperiale

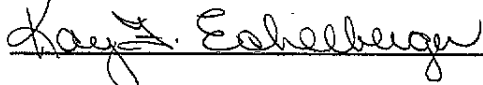
STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared MICHAEL IMPERIALE to me known to be the person described as the Incorporator who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 22nd day of April, 1999.



KAY F. ECHELBERGER
My Commission No. 00486111
Expires Sep. 1999
Bonded by \$10,000
800-852-5873



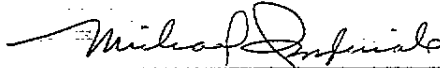
Notary Public, State of Florida
My Commission Expires:

(Notary Seal)

Having been named to accept service of process for the above stated corporation at the place designated above, I HEREBY AGREE TO

ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: April 22, 1999



Michael Imperiale

Registered Agent

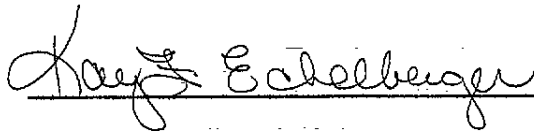
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STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME personally appeared MICHAEL IMPERIALE to me well known and known to me to be the individual described in and who executed the foregoing instrument, and acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 22nd day of April, 1999.



Notary Public, State of Florida

My Commission Expires:

(Notary Seal)



KAY F ECHELBERGER
My Commission CC486111
Expires Sep. 1999
Bonded by A.A.A.
800-852-5878