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LAW OFFICES

SWINK, SWINK & SWINK

2818 BOUTHWEST 13TH STREET
MIAMI, FLORIDA 33135

JONAS H. SWINK (18811888)
WILLIAM J. SWINK (18801887)

WILLIAM J. SWINK, JR.

TELEPHONE 305/444-0680

May 18, 1995

SECRETARY OF STATE
Corporation Division
P. O. Box 6327
Tallahassee, Florida 32314


Gentlemen:

We enclose two copies of Certificate of Incorporation for J L K Services, Inc., and a check in the amount of \$122,50. We ask you to file this Certificate for us, mailing a copy back to our office.

Thank you for your prompt attention to this matter.

Very truly yours,

SWINK, SWINK & SWINK

By: 
Of Counsel

WJS:ams

Enc. (s)

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CERTIFICATE OF INCORPORATION
OF

J L K SERVICES, INC.

* * * * *

We, the undersigned, hereby associate ourselves together for the purpose of forming a Corporation under the laws of the State of Florida, providing for the formation of a Corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we make, subscribe and acknowledge and file with the Secretary of the State of Florida this Certificate of Incorporation, and to that end we do, by this Certificate, set forth:

ARTICLE I.

The name of the Corporation is J L K SERVICES, INC.

ARTICLE II.

The general nature of the business, objects and purposes proposed to be transacted and carried on are to do all and any things allowed and permitted to be done by Corporations under the Statutes of the State of Florida, and to the same extent as natural persons might or could do, to-wit:

(a) To carry on and conduct a business involved in data processing, including typing, word-processing, tax preparation and bookkeeping; and for that purpose, said corporation shall acquire, lease, own and operate computers and other equipment as may be necessary for the operation of such a business.

(b) To do all and everything necessary and proper for the accomplishments of the objects enumerated in this Certificate of Incorporation or any Amendment thereof or necessary or incidental to the protection and benefit of the Corporation; and, in general, to carry on any lawful business necessary or incidental to the attainment of the objects set forth herein, it being understood that the foregoing enumeration of specific powers shall not be deemed to be exclusive, but all other lawful powers conferred by the Statutes of the State of Florida are hereby included.

ARTICLE III.

The maximum number of shares of stock with nominal or par value, and the maximum number of shares without nominal or par value that the Corporation is authorized to have outstanding at any time, the classes, together with the distinguishing characteristics of each, into which the same are divided, and the nominal or par value of shares of stock, other than shares which have no par value is 100 shares of common stock, \$1.00 par value.

ARTICLE IV.

The amount of capital with which this Corporation will begin business is not less than the sum of Five Hundred (\$500.00) Dollars.

ARTICLE V.

The existence of this Corporation shall be perpetual, unless sooner dissolved according to law.

ARTICLE VI.

The principal office of this Corporation is to be located at 6540 Southwest 20th Street, Plantation, Florida 33317. The registered office for the Corporation is located at 2915 Southwest 13th Street, Miami, Florida 33145, and WILLIAM J. SWINK, JR. is designated as the Registered Agent of the Corporation to accept service of process within this State and to appear in Court on behalf of this Corporation, his address being 2915 Southwest 13th Street, Miami, Florida 33145.

ARTICLE VII.

The names and post office addresses of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the laws of the State of Florida, shall

hold office for the first year of the Corporation's existence or until other successors are elected and have qualified, are as follows:

JOANNE L. KOEHLER 6540 S.W. 20th Street
Plantation, Florida 33317

The number of Directors of this Corporation shall not be less than one nor more than eight.

ARTICLE VIII.

The names and post office addresses of the President, Vice-President, Secretary and Treasurer, who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the laws of the State of Florida, shall hold office for the first year of the Corporation's existence or until such successors are elected and have qualified, are as follow:

PRESIDENT/SECRETARY/
and TREASURER JOANNE L. KOEHLER, 6540 S.W. 20th Street
Plantation, FL 33317

ARTICLE IX.

The names and post office addresses of each subscriber of the Certificate of Incorporation and the number of shares of par value common stock of this Corporation which she agrees to take are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>SHARES</u> |
|-------------------|---|---------------|
| JOANNE L. KOEHLER | 6540 Southwest 20th Street, Plantation, Florida 33317 | 51 |

IN WITNESS WHEREOF, the undersigned has made and subscribed this Certificate of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid on this 5th day of May, 1995.

Joanne L. Koehler (SEAL)
JOANNE L. KOEHLER, Subscriber

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for J L K SERVICES, INC. a Florida Corporation.

William J. Swink, Jr. (SEAL)
WILLIAM J. SWINK, JR.,
as Registered Agent

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

Be it remembered that on this 5TH day of MAY, 1995, personally appeared before me, the undersigned, a Notary Public of the State of Florida, JOANNE L. KOEHLER, who is personally known to me or who produced the following identification PERSONALLY KNOWN TO ME and who executed the foregoing Certificate of Incorporation as a Subscriber as her voluntary act and deed.

Given under my hand and Official Seal this 5TH day of MAY, 1995, as aforesaid.

Marie D. Allen
Notary Public, State of Florida at Large

MARIE D. ALLEN
(Printed Name of Notary)

My Commission expires:

25 MAY 22 PM 1:52



MARIE D. ALLEN
MY COMMISSION # CC321097 EXPIRES
November 5, 1997
BONDED THRU TROY FARM INSURANCE, INC.

STATE OF FLORIDA)
) 88
COUNTY OF DADE)

Be it remembered that on this 9 day of MAY, 1995, personally appeared before me, the undersigned, a Notary Public of the State of Florida, WILLIAM J. SWINK, JR., who is personally known to me or who produced the following identification PERSONALLY KNOWN and who executed the foregoing Certification of Incorporation as a Resident Agent as his voluntary act and deed.

Given under my hand and Official Seal this 9 day of MAY, 1995, as aforesaid.

My Commission expires:

Winthrop A. DeForest
Notary Public, State of Florida at Large

WINTHROP A. DEFOREST
(Printed Name of Notary)



WINTHROP A. DEFOREST
MY COMMISSION # CC 16281 EXPIRES
DECEMBER 17, 1995
BONDED THRU TROY FARM INSURANCE, INC.

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5840 N.W. 38 Street
Miami, FL 33166

December 27, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-01/03/97--01122--009
*****52.50 *****52.50

To Whom it May Concern:

Attached is the Articles of Dissolution form and a check for \$52.50 for a certified copy of the dissolution. JLK Services Inc. has ceased business as of November 30, 1996.

As my company is no longer in operation, the current mailing address is:

5840 N.W. 38 Street
Miami, FL 33166

(305) 871-5075

Sincerely,

JoAnne L. Koehler

Jo-Anne L. Koehler
President/Owner

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Dios

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: JLK Services Inc.

SECOND: The date dissolution was authorized: November 30, 1996

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

_____ (voting group)

Signed this 27th day of December, 19 96.

Signature *JoAnne L. Koehler*
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Jo-Anne L. Koehler
(Typed or printed name)

President/Owner
(Title)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA