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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HERBCO AUDITING SERVICE, INC
P. O. BOX 16431
PLANTATION, FLORIDA 33318-6431
954-791-7041

EFFECTIVE DATE

2-18-97

FEBRUARY 12, 1997

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-02/14/97--01057--003
*****70.00 *****70.00

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P O BOX 6327
TALLAHASSEE, FLORIDA 32314

GENTLEMEN:

ENCLOSED FIND ARTICLES OF INCORPORATION FOR

"AGENCY ALTERNATIVES, INC"

TO BECOME EFFECTIVE FEBRUARY 18, 1997, ALONG WITH A

CHECK IN THE AMOUNT OF \$70.00 TO COVER COSTS. NO

CERTIFIED COPY IS NEEDED.

PLEASE MAIL PAPERS TO ADDRESS ABOVE.

SINCERELY,

Herbert B. Steinberg

HERBERT B. STEINBERG

PH
2/19/97

ARTICLES OF INCORPORATION
OF

AGENCY ALTERNATIVES, INC

FILED

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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is:

AGENCY ALTERNATIVES, INC

The address of the corporation is:

4064 Forest Hill Blvd, Ste 1, W.P.B., Florida 33406.

ARTICLE TWO

The term of existence of the corporation is perpetual.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE FOUR

The aggregate number of shares which the corporation has authority to issue is 500, all of which shall be common shares without par value.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 4064 Forest Hill Blvd, Ste 1, W. P. Beach, Florida 33406, and the name of the initial registered agent is Cheryl A. Steck.

EFFECTIVE DATE

2-18-97

ARTICLE SIX

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE SEVEN

The name and address of the incorporator is:

Cheryl A. Steck
4064 Forest Hill Blvd, Ste 1, W. P. B, Florida 33406

ARTICLE EIGHT

The corporation shall be deemed to commence it's existence on February 18, 1997.

IN WITNESS WHEREOF, I have subscribed my name this 18th day of February, 1997.


Incorporator

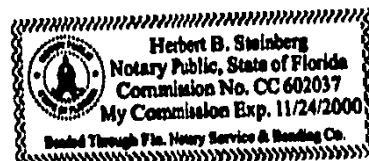
STATE OF FLORIDA)SS
COUNTY OF BROWARD)

On this 18th day of February, 1997, before me, personally appeared Cheryl A. Steck, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that she executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.


Notary Public

My commission #CC602037 expires:
November 24, 2000



STATE OF FLORIDA
DEPARTMENT OF STATE

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Certificate Designation Place of Business or Domicile for
the Service of Process Within This State, Naming Agent
upon whom Process May Served and Name and Address of the
Incorporator.

The following is submitted in compliance with
Chapter 48.091 and 607.034, Florida Statutes:

a corporation organized (organizing) under the laws of the
State of Florida, with its initial registered office at
4064 Forest Hill Blvd, Ste 1, W. P. B., Florida 33406 has
named Cheryl A. Steck, its agent to accept service
of process within this state.

Cheryl A. Steck
4064 Forest Hill Blvd, Ste 1, W. P. B., Florida 33406.

Incorporator 

ACCEPTANCE:

HAVING BEEN NAMED to accept service of process
for the above named corporation, at the place designated
in this certificate, I hereby agree to act in this
capacity, and I further agree to comply with the
provisions of all statutes relative to the proper
performance of my duties.


Resident Agent