

Heartland Paralegal Services, Inc.

Judy K. Warrick M.A.
Paralegal

405 Magnolia Avenue, Sebring, Florida 33870
Phone: (941) 385-5488 Fax: (941) 385-5458

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November 2, 1996

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-11/27/96--01013--002
***122.50 ***122.50

IN RE: Articles of Incorporation for:
Paymaster Delivery, Inc.

To Whom This May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-referenced.

Also enclosed is this firm's check made payable to Secretary of State in the amount of \$122.50 representing the following:

\$35.00	Filing Fee
\$35.00	Designation of Registered Agent
\$52.50	Certified Copy

\$122.50

Please file these Articles of Incorporation and forward a Certified copy to me at your earliest convenience. A self-addressed, stamped envelope is provided for your assistance in this request.

Upon receipt, should you have any questions, please feel free to contact me at 941-385-5488. I appreciate your kind assistance.

Very truly yours,


Judy K. Warrick

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
PAYMASTER DELIVERY, INC.**

THE UNDERSIGNED subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation shall be: **PAYMASTER DELIVERY, INC.**

ARTICLE II: NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to offer payroll services and delivery, as well as any other activity or business legally permissible under the applicable laws of the State of Florida or the United States of America.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7,500 shares of common stock, each share having a par value of \$1.00. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services, or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$1,000.00.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI: ADDRESS

The initial street address of the principal office of this corporation is to be at 237 South Orange Street, Sebring, FL 33870. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII: REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That PAYMASTER DELIVERY, INC., desiring to organize under the laws of the State of Florida, with its principal office in the City of Sebring, County of Highlands, has named CAL BOWER, located at 237 South Orange Street, Sebring, Highlands County, Florida 33870 as its agent to accept service of process within this State and does designate 237 South Orange Street, Sebring, FL 33870, as the registered office.

ARTICLE VIII: DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one (1).

ARTICLE IX: INITIAL DIRECTORS

NAME	ADDRESS
CAL BOWER	237 South Orange Street Sebring, FL 33870

ARTICLE X: OFFICERS

NAME	OFFICE	ADDRESS
MELODY GIESE	PRESIDENT	840 S. Pearl Street Aurora, IL 60505
THOMAS GIESE	VICE-PRESIDENT	840 S. Pearl Street Aurora, IL 60505
CAL BOWER	SECRETARY/ TREASURER	237 South Orange Street Sebring, FL 33870

ARTICLE XI: SUBSCRIBER

The name and the street address of the subscribers to these Articles of Incorporation are as follows:

NAME	ADDRESS	SHARES	AMOUNT
CAL BOWER	237 South Orange St Sebring, FL 33870	1,000	\$1,000.00

ARTICLE XII: EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the filing thereof.

ARTICLE XIII: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholder's meeting by a majority (51%) of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

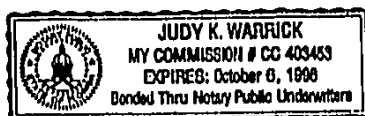
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 21st day of November, 1996.



CAL BOWER

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 21st day of November, 1996, by CAL BOWER, who produced Fla Dr. License as identification.



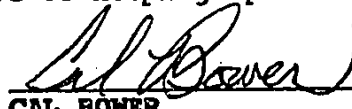


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

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TALLAHASSEE, FLORIDA

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



CAL BOWER
REGISTERED AGENT

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