

FMA Performance Management Associates, Inc. 000004043

15 Via Verona • Palm Beach Gardens FL 33418-3720 • (407) 694-1646

July 8, 1995

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

W95-14629

Subject: Performance Management Associates, Inc.

Dear Sir Or Madam,

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

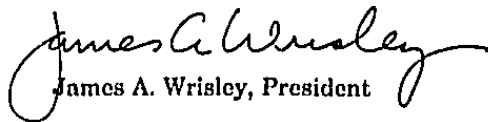
Please return all correspondence concerning this matter to the following:

James A. Wrisley
Performance Management Associates, Inc.
15 Via Verona
Palm Beach Gardens FL 33418-3749

Should you need to call someone concerning this matter, please call:

James A. Wrisley (Jim) at (407) 694-1646

Sincerely,


James A. Wrisley, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 22 1995
TALLAHASSEE, FL 32314

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 12, 1995

JAMES A WRISLEY
15 VIA VERONA
PALM BEACH GARDENS, FL 33418-3720

SUBJECT: PERFORMANCE MANAGEMENT ASSOCIATES, INC.
Ref. Number: W95000014029

We have received your document for PERFORMANCE MANAGEMENT ASSOCIATES, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

CORPORATIONS BASIC FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

Certified Copy of any record	\$52.50
Reinstatement	\$175.00
Annual Report	\$61.25
plus Supplemental Fee of	\$138.75
Articles of Correction	\$35.00
Revocation of Dissolution	\$35.00



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

Dissolution & Withdrawal	\$35.00
Amendment of any record	\$35.00
Certificate of Status	\$8.75
Name Reservation	
(120 day non-renewable)	\$35.00
Foreign Name Registration	\$87.50
Foreign Name Renewal	\$87.50
Merger	\$35.00 for each party
Substitute Service of process	
(Chapter 48)	\$8.75
Registered Agent Change	\$35.00
Registered Agent Resignations	
Active Corporations	\$87.50
Inactive Corporations	\$35.00
Resignation of Officer/Director	\$35.00
Trade & Service Marks	\$87.50 per class
Trade & Service Marks Renewals	\$87.50 per class
Trade & Service Mark Assignments	\$50.00

Please return 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 (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 595A00033511

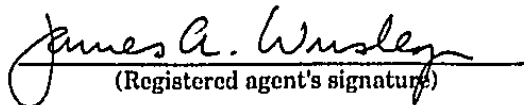
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Performance Management Associates, Inc.
(Name of Corporation)
2. California
(State of Incorporation)
3. 33-0804710
(FEI number)
4. July 5, 1988
(Date of Incorporation)
5. Perpetual
(Duration)
6. N/A
(Date first transacted business in Florida)
7. 15 Via Verona
Palm Beach Gardens FL 33418-3749
(Current Mailing Address)
8. Management Consulting
(Purpose(s) of corporation authorized in home state to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop NOT acceptable)**

James A. Wrisley
15 Via Verona
Palm Beach Gardens FL 33418-3749
10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION
55 AUG 22 1988

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address ONLY - P.O. Box NOT acceptable)

Chairman: JAMES A. WRISLEY

Address: 15 VIA VERONA
PALM BEACH GARDENS FL 33418-3749

Vice Chairman:

Address:

Director: PAULETTE S. WRISLEY

Address: 15 VIA VERONA
PALM BEACH GARDENS FL 33418-3749

Director:

Address:

B. OFFICERS (Street address ONLY - P.O. Box NOT acceptable)

President: JAMES A. WRISLEY

Address: 15 VIA VERONA
PALM BEACH GARDENS FL 33418-3749

Vice President:

Address:

Secretary: JAMES A. WRISLEY

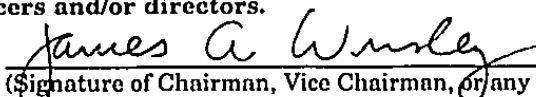
Address: 15 VIA VERONA
PALM BEACH GARDENS FL 33418-3749

Treasurer: JAMES A. WRISLEY

Address: 15 VIA VERONA
PALM BEACH GARDENS FL 33418-3749

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

13.

James A. Wisley
(Typed or printed name and capacity of person signing application)

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 5th day of July, 1988,

PERFORMANCE MANAGEMENT ASSOCIATES, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
14th day of August, 1995



BILL JONES
Secretary of State

Bill Jones

95 AUG 22 11:10:39

SECRETARY OF STATE
DIVISION