



1111 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

July 3, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400001899514
-07/19/96--01060--007
*****70.00 *****70.00

RE: RAC SERVICES, INC.
9406172411304

W96-15158

Dear Sir or Madam:

Enclosed please find Application for Authority (and related documents, if appropriate) and our check in the amount of \$70.00 for RAC SERVICES, INC.

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Christine Jeandell
Corporate Service Representative

enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 22 AM 9:06

mtm



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 22, 1996

THE COMPANY CORPORATION
%CHRISTINE JEANDELL
1313 N. MARKET STREET
WILMINGTON, DE 19801-1151

SUBJECT: RAC SERVICES, INC.
Ref. Number: W96000015158

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 22 AM 9:06

We have received your document for RAC SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6097.

Michael Mays
Document Specialist

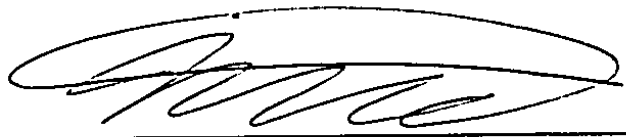
Letter Number: 396A00035187

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Mark V Antonucci, do hereby certify
that this Resolution of the Board of Directors of RAC Services, Inc.
a corporation duly organized and existing under the laws of the State of Delaware
was duly adopted on August 1, 19 96.

Resolved, that RAC Services, Inc., organized
and existing in the State of Delaware, hereby adopts the
name RAC Consulting Services, Inc. for use in Florida.

Dated: August 1, 1996



Signature of at least one director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 22 AM 9:36

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

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

1. RAC Services, Inc
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 65-050 3164
(FEI number, if applicable)
4. June 17, 1994
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 20077 Palm Island Dr.
Boca Raton FL 33498
(Current mailing address)
8. Financial Consulting
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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9. Name and street address of Florida registered agent:

Name: MARK Antonucci
Office Address: 20077 Palm Island Dr.
Boca Raton, Florida, 33498
(Zip Code)

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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Mark V Antonucci
Address: 20077 Palm Island Dr
Boca Raton FL 33478

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: Mark V. Antonucci
Address: 20077 Palm Island Dr
Boca Raton FL 33498

Vice President: Same
Address: _____

Secretary: Same
Address: _____

Treasurer: Same
Address: _____

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)

14. MARK V. Antonucci
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RAC SERVICES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF JULY, A.D. 1996.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 22 AM 9:07



2411304 8300

960198054

Edward J. Freel, Secretary of State

8017461

AUTHENTICATION:

07-08-96

DATE: