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DIVISION OF CORPORATION

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

5000001986535
-08/30/96--01022--010
*****35.00 *****35.00

5000001986535
-08/30/96--01022--011
*****35.00 *****35.00

Performance Communication Group, Inc.

cl/b/a

Performance Communication Group of Delaware, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call If Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

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8/30/96

CR2E031 (1-89)

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DIVISION OF CORPORATIONS

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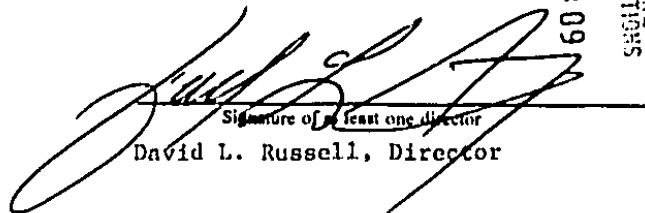
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RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned David L. Russell, do hereby certify that this Resolution of the Board of Directors of Performance Communication Group, Inc., a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on August 6, 19 96.

Resolved, that Performance Communication Group, Inc. organized and existing in the State of Delaware, hereby adopts the name Performance Communication Group of Delaware, Inc. for use in Florida.

Dated: 8-27-96


Signature of at least one director
David L. Russell, Director

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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 Communication Group, 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. Applied For
(FEI number, if applicable)

4. 8/6/96 5. Perpetual
(Date of Incorporation) (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 817.156 F.S.))

7. 3115 South Atlantic, Suite 505
Daytona Beach Shores, Florida 32118
(Current mailing address)

8. Performance Consulting
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM

(Registered agent's signature) (Officer)

Thomas C. Tolaro
Assistant Secretary

(Type Name and Title of Officer)

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: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: David L. Russell

Address: 3115 South Atlantic, Suite 505
Daytona Beach Shores, Florida 32118

Director: _____

Address: _____

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B. OFFICERS

President: David L. Russell

Address: 3115 South Atlantic, Suite 505
Daytona Beach Shores, Florida 32118

Vice President: N/A

Address: _____

Secretary: David L. Russell

Address: 3115 South Atlantic, Suite 505
Daytona Beach Shores, Florida 32118

Treasurer: David L. Russell

Address: 3115 South Atlantic, Suite 505

Daytona Beach Shores, Florida 32118

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. David L. Russell, President
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PERFORMANCE COMMUNICATION GROUP, 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 TWENTY-SECOND DAY OF AUGUST, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel, Secretary of State

2649027 8300

960244991

AUTHENTICATION:

DATE:

8077053

08-22-96