

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**PO0000045114**

Workplace Professional Equity  
Corporation

000003240370--1  
-05/05/00--01028--002  
\*\*\*\*385.00 \*\*\*\*\*87.50

File 1<sup>st</sup>

Signature \_\_\_\_\_

Requested by: LM

Name \_\_\_\_\_

Date 5/5

Time 9:22

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File Cert + State
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- \_\_\_ L.C. File
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- ☒ Cert. Copy
- \_\_\_ Photo Copy
- \_\_\_ Certificate of Good Standing
- ☒ Certificate of Status
- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
- \_\_\_ UCC 11 Search
- \_\_\_ UCC 11 Return
- \_\_\_ Courier

RECEIVED  
00 MAY -5 AM 11:42  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
00 MAY -5 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SMITH MAY 05 2000

**ARTICLES OF INCORPORATION  
OF  
WORKPLACE PROFESSIONAL EQUITY CORPORATION**

**ARTICLE I - NAME**

The name of this corporation is Workplace Professional Equity Corporation (the "Corporation").

**ARTICLE II - PRINCIPAL OFFICE**

The principal office of the Corporation, which is also the mailing address of the Corporation, is located at the following address:

222 Lakeview Avenue, 17<sup>th</sup> Floor  
West Palm Beach, FL 33401

**ARTICLE III - PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - DURATION**

The Corporation shall have perpetual existence commencing on May 4, 2000.

**ARTICLE V - CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

**FILED**  
MAY -5 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

---

#### ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

#### ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

Regserv Corp.  
222 Lakeview Avenue, 17<sup>th</sup> Floor  
West Palm Beach, FL 33401

#### ARTICLE IX - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws but shall never be fewer than one (1). The name and address of the initial director of the Corporation are:

Bruce A. Rendina  
222 Lakeview Avenue, 17<sup>th</sup> Floor  
West Palm Beach, Florida 33401

ARTICLE X - INCORPORATOR

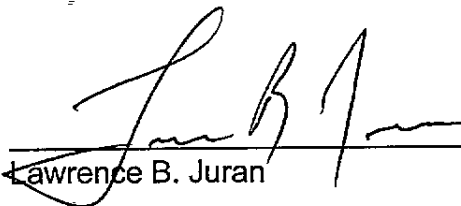
The name and address of the person signing these Articles are:

Lawrence B. Juran  
222 Lakeview Avenue, 17<sup>th</sup> Floor  
West Palm Beach, FL 33401

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 4<sup>th</sup> day of May, 2000.

  
Lawrence B. Juran

FILED  
00 MAY -5 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

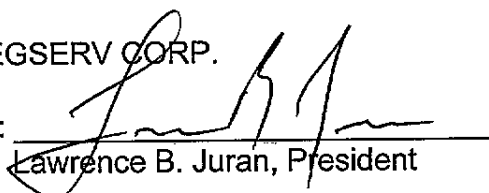
ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 4<sup>th</sup> day of May, 2000.

REGSERV CORP.

By:

  
Lawrence B. Juran, President