

P00000083294



ACCOUNT NO... : 072100000032
REFERENCE : 817501 4307468
AUTHORIZATION : Patricia Pignato
COST LIMIT : \$ 78.75

ORDER DATE : August 31, 2000
ORDER TIME : 10:19 AM
ORDER NO. : 817501-005
CUSTOMER NO: 4307468

CUSTOMER: Ms. Shelly Janusz
Wilentz, Goldman & Spitzer
90 Woodbridge Center Drive
P.o. Box 10, Suite 900
Woodbridge, NJ 07095

300003378573-1

DOMESTIC FILING

NAME: ASSOCIATION CO-^{COOPERATIVE}MANAGEMENT SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

2544
WXX-21488

EXAMINER'S INITIALS:
DH 9/1/00

FILED
00 AUG 31 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 AUG 31 AM 10:41
DEPT. OF REVENUE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 31, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ASSOCIATION CO-MANAGEMENT SERVICES, INC.
Ref. Number: W00000021488

RESUBMIT

Please give original
submission date as file date.

We have received your document for ASSOCIATION CO-MANAGEMENT SERVICES, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 100A00046600

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 SEP - 1 AM 10:43

RECEIVED

ARTICLES OF INCORPORATION

FILED

OF

00 AUG 31 PM 1:41

ASSOCIATION COOPERATIVE SERVICES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a for-profit corporation pursuant to the provisions of Florida Business Corporation Act (the "Florida Act"):

FIRST: The name of the corporation is Association Cooperative Services, Inc. (the "Corporation").

SECOND: The principal place of business and mailing address of the Corporation is located at 6363 Taft Street, Suite 311, Hollywood, Florida 33024.

THIRD: The purpose for which the Corporation is organized is (I) to engage in any lawful business for which corporations may be organized under the Florida Act; and (II) to have, in furtherance of the corporate purposes, all of the powers conferred upon corporations organized under the Florida Act subject to any limitations thereof contained in these Articles of Incorporation.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is TEN THOUSAND (10,000), all of which shall be Common shares.

FIFTH: The street address of the initial registered office of the Corporation in Florida is located at 6363 Taft Street, Suite 311, Hollywood, Florida 33024. The name of the initial registered agent of the Corporation is Edward J. LeBlanc. The written acceptance of said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

SIXTH: The duration of the Corporation shall be perpetual.

SEVENTH: The Corporation may, to the fullest extent permitted by the provisions of the Florida Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under the Florida Act from and against any and all of the expenses, liabilities, or other matters referred to in or covered by the Florida Act and the indemnification provided for herein shall not be deemed exclusive of any other rights to which any person may be entitled under any by-law of the Corporation, vote of its shareholders or disinterested directors or otherwise.

EIGHTH: The name and address of the incorporator is Helen C. Lee, Esq., care of Wilentz, Goldman & Spitzer, P.A., 90 Woodbridge Center Drive, Woodbridge, New Jersey 07095.

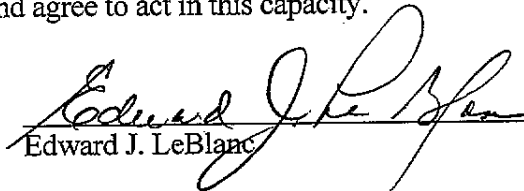
Signed on August 29, 2000.



Helen C. Lee, Incorporator
Wilentz, Goldman & Spitzer, P.A.
90 Woodbridge Center Drive
Woodbridge, New Jersey 07095

Having been named as registered agent to accept service of process for the above-stated Corporation at the place designated in the foregoing Articles of Incorporations, I hereby accept the appointment as registered agent and agree to act in this capacity.

Signed on August 29, 2000



Edward J. LeBlanc

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00 AUG 31 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA