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(NY) 752-1712

CORPORATION(S) NAME

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 3, 2002

EMPIRE

SUBJECT: ADMINISTRATIVE MANAGEMENT SERVICES OF FLORIDA, INC.

Ref. Number: W0200000196

We have received your document for ADMINISTRATIVE MANAGEMENT SERVICES OF FLORIDA, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 602A00000310

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DIVISION OF CORFORATION

ARTICLES OF INCORPORATION

OF

ADMINISTRATIVE MANAGEMENT SERVICES OF ${\mathfrak S}$. ${\mathcal F}{\mathcal U}$

ARTICLE I - NAME

The name of this corporation is Administrative Management Services of S.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of management services.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value \$ 1.00 per share.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1724 Vestal Drive, Coral Springs, Florida 33071 and the name of the initial registered agent of this corporation at that address is Randy B. Grasso.

<u>ARTICLE VI - INITIAL BOARD OF DIRECTORS</u>

This corporation shall have one officer initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The name and address of the initial directors and officers of this corporation is:

Randy B. Grasso

President/Treasurer

1724 Vestal Drive

Coral Springs, FL 33071

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or appeal any provision in the Article of Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the persons signing these Articles is:

Randy B.Grasso 1724 Vestal Drive Coral Springs, FL 33071

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of January 2002.

Randy B. Grasso, President

Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served.

In pursuance of Chapter 48.091, Florida statutes, the following is submitted, in compliance with said act:

First - That Administrative Management Services of S. FL INCdesiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the city of Coral Springs, County of Broward, State of Florida has named Randy B. Grasso, 1724 Vestal Drive, Coral Springs, Florida 33071, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Ву___

Randy B. Grasso President

PLACE OF BUSINESS AND CORPORATE OFFICE:

The principle office and place of business is 1724 Vestal Drive, Coral Springs, Florida, 33071.

