

P04000024234

(Requestor's Name)

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(City/State/Zip/Phone #)

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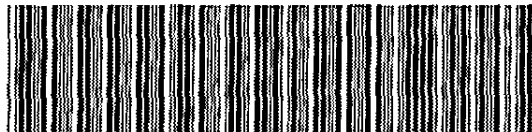
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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DIVISION OF CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
04 FEB -4 PM 12:28

Charter Number Only

February 3 2004

David Buck

Requestor's Name

29100 E. Oakland Park Blvd

Address

FT. Lauderdale, FL 33306

City

State

ZIP

Phone

33306

VALIDATION ONLY

CORPORATION(S) NAME

Proven Response, Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

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Empire Toll Free: 1-800-432-3028

**DAVID E. BUCK, P.A.**  
CERTIFIED PUBLIC ACCOUNTANT  
2900 EAST OAKLAND PARK BOULEVARD  
FT. LAUDERDALE, FLORIDA 33306  
PHONE (954) 561-3303 FAX (954) 566-5400

January 29, 2004

State of Florida  
Department of State  
Division of Corporations  
Tallahassee, FL 32304

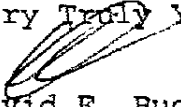
Re: Proven Response, Inc.

Dear Sir or Madam,

Attached are two copies of the articles of incorporation for Proven Response, Inc.. A check for \$78.75 is enclosed to cover the certified filing fee.

Please contact the writer regarding any additional information needed to incorporate this company in the State of Florida.

Very Truly Yours,

  
David E. Buck, C.P.A.

ARTICLES OF INCORPORATION OF:

PROVEN RESPONSE, INC.

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH;

ARTICLE I  
Name

The name of the Corporation is:

PROVEN RESPONSE, INC.

The Principal Office is: 7511 Miami View Drive  
North Bay Village, FL 33141

ARTICLE II  
Duration

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III  
Purposes

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV  
Capital Stock

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V  
Quorum for Stockholders Meetings

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

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TALLAHASSEE, FLORIDA  
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ARTICLE VI  
Initial Registered Office and Registered Agent

The street address of the initial registered office of this Corporation is: 7511 Miami View Drive  
North Bay Village, FL 33141

ARTICLE VII  
Initial Board of Directors

This Corporation shall have One Director. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the Director of the Corporation is as follows:

Michele Vanesko  
7511 Miami View Drive  
North Bay Village, FL 33141

ARTICLE VIII  
Incorporator

The name and address of the Corporation's incorporator is:

Michele Vanesko  
7511 Miami View Drive  
North Bay Village, FL 33141

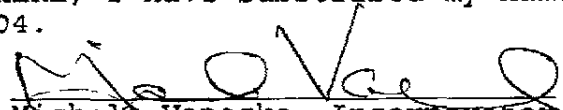
ARTICLE IX  
Indemnification

The Corporation shall indemnify its officers, directors, and authorized agents for all liabilities incurred directly, indirectly or incidentally for services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X  
Limitation of Shareholder Suits

Shareholders shall not have a cause of action against the Company's Officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

IN WITNESS WHERE, I have subscribed my name this 29<sup>th</sup> day of January, 2004.

  
Michele Vanesko, Incorporator

CERTIFICATE DESIGNATING REGISTERED AGENT

In compliance with Section 48.091 Florida Statutes the following is submitted:

That, **PROVEN RESPONSE, INC.** desires to organize under the laws of the State of Florida has named:

Michele Vanesko  
7511 Miami View Drive  
North Bay Village, FL 33141

as its agent to accept service of process within the State of Florida.

  
Michele Vanesko

Michele Vanesko  
Registered Agent

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