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SECRETARY OF STATE
TALL AHASSEE, FLORID



TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

			l - ak a la form	
Enclosed are an orig	inal and one (1) copy of the art	icles of incorporation and	i a check for:	
\$70.00	\$78.75	□ \$78.75	조 \$87.50	
Filing Fee	Filing Fee	Filing Fee	Filing Fee,	
	& Certificate of Status	& Certified Copy	Certified Copy	
			& Certificate of Status	
		ADDITIONAL COPY REQUIRED		
FROM: George W Capehart				
Name (Printed or typed)				
149 East International Speeduray Blvd.				
Daytona Beach, F1 32118 City, State & Zip				
386 258 3770 x 338 Daytime Telephone number				
Dalamo Lotobuone municar				

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

SECRETARY OF STATE

TALLAHASSEE, FLORIDA

ARTICLE I NAME:

The name of the corporation shall be: Total Benefits Solutions, Inc.

ARTICLE II PRINCIPAL OFFICE:

The principal place of business and mailing address of this corporation shall be: 149 East International Speedway Boulevard, Daytona Beach, FL 32118, US. Mailing address: P.O. Box 1030, Daytona Beach, FL 32115-1030, US.

ARTICLE III **PURPOSE:**

The purpose for which the corporation is organized is: The general purposes for which the corporation is organize are the following:

- A. To engage in any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purposes limit this general purpose in any way.
- B. To do such other things are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV **SHARES:**

The number of shares of stock is 1,000

INITIAL DIRECTORS/OFFICERS:

The stockholder shall appoint directors constituting the Board of Directors and the number may be increased or decreased from time to time in accordance with the by-laws. but shall never be less than three.

Joel N. Suarez, President 149 East International Speedway Boulevard Daytona Beach, FL 32118

Michael D. Walsh, Chief Financial Officer 149 East International Speedway Boulevard Daytona Beach, FL 32118

George W. Capehart, Vice President 149 East International Speedway Boulevard Daytona Beach, FL 32118

Articles of Incorporation – Total Benefits Solutions, Inc. continued.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

ARTICLE VI REGISTERED AGENT AND STREET ADDRESS:

The name and Florida street address of the registered agent is:

George W. Capehart 149 East International Speedway Boulevard Daytona Beach, FL 32118

ARTICLE VII INCORPORATOR:

The name and address of the Incorporator is:
George W. Capehart
149 East International Speedway Boulevard
Daytona Beach, FL 32118

ARTICLE VIII EFFECTIVE DATE:

The effective date is to be the date of receipt.

GEORGE W. CAPEHART Signature/Registered Agent

GEORGE W. CAPEHART

Signature/Incorporator

#/// 2004 Date 4/1/2004

Total