

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
904 222 9171
904 222 0191 FAX

800-342-8086

CSO networks

MAIL TO
P.O. Box 5020
TALLAHASSEE, FL 32311

ACCOUNT NO. : 072100000032

REFERENCE : 543345 10452A

AUTHORIZATION :

Patricia P. Pitt

COST LIMIT : \$ 122.50

ORDER DATE : February 14, 1995

ORDER TIME : 8:29 AM

ORDER NO. : 543345

CUSTOMER NO: 10452A

100001406891

CUSTOMER: Florence Preacher, Legal Asst
MAUREEN H. KENNON, PA

Suite 313
2499 Glades Road
Boca Raton, FL 33431

DOMESTIC FILING

P95000012910

NAME: SCHIFF CONSULTING &
ENTERPRISES, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

2/15/95
C-14

FILED
95 FEB 15 PM 1:29
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SCHIFF CONSULTING & ENTERPRISES, INC.

FILED
95 FEB 15 PM 1:22
SEC. STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SCHIFF CONSULTING & ENTERPRISES, INC.

The address of the principal office of this corporation shall be 2701 North Ocean Boulevard, #E610, Boca Raton, Florida 33431, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, specifically general management consulting.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Nays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Howard L. Schiff Dir.	2701 North Ocean Boulevard, #E610 Boca Raton, Florida 33431
Carol B. Schiff Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Howard L. Schiff Pres.	2701 North Ocean Boulevard, #E610 Boca Raton, Florida 33431
Carol B. Schiff Sec./Treas.	Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on February 15, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED
95 FEB 15 PM 1:22
SEC. 1
TALLAHASSEE, FLORIDA

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: Karen B. Rozar
Its Agent, Karen B. Rozar

KBR/dks

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-7771

800-342-8086



RECEIVED

96 SEP 23 PM 12:09

ACCOUNT NO. 072100000032
DIVISION OF CORPORATION

REFERENCE : 094788 10452A

AUTHORIZATION :
COST LIMIT : \$ 35.00 *Patricia Pyatt*

ORDER DATE : September 23, 1996

ORDER TIME : 10:56 AM

ORDER NO. : 094788

CUSTOMER NO: 10452A

200001953702

CUSTOMER: Florence Preacher, Legal Asst
Maureen H. Kennon, Pa
Suite 313
2499 Glades Road
Boca Raton, FL 33431

CHANGE OF AGENT

NAME: SCHIFF CONSULTING &
ENTERPRISES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Deborah Schroder

FILED
96 SEP 23 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*RA chg
9-24
AKG*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 23, 1996

CSC NETWORKS
DEBORAH SCHRODER
TALLAHASSEE, FL 32301

SUBJECT: SCHIFF CONSULTING & ENTERPRISES, INC.
Ref. Number: P95000012910

RESUBMIT
Please give original
submission date as file date.

We have received your document for SCHIFF CONSULTING & ENTERPRISES, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

Please return 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 (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 396A00043797

RECEIVED
95 SEP 24 AM 8:55
DIVISION OF CORPORATION

Charter No. PA000012910
Date Filed: February 12, 1995

STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is:
SCHIFF CONSULTING & ENTERPRISES, INC.
2. The name and address of its present registered agent is:
CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, FL 32301
3. The name and street address to which its registered agent is to be changed is:

Howard Lee Schiff
2701 N. Ocean Blvd. # E-610
Boca Raton, FL 33431

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Schiff Consulting & Enterprises, Inc.

By Howard Lee Schiff, Pres.
Howard Lee Schiff, President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY, I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Howard Lee Schiff, Resident Agent
Howard Lee Schiff, Resident Agent
Date: August 28, 1996

FILED
96 SEP 23 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA