

P95000031273

3219 BAY TO BAY BLVD.
TAMPA, FLORIDA 33629

EFFECTIVE DATE
15 APRIL 1995

FILED STATE
SECRETARY OF
CORPORATIONS
APR 17 AM 9:52

STATE OF FLORIDA
DEPARTMENT OF STATE
P O BOX 6327
TALLAHASSEE, FLORIDA 32314

RE: CORPORATION - NEW FILING
WERTZ SERVICES, INC.

800001458189
-04/17/95--01075--019
****122.50 ****122.50

CHECK NO. 374 DATED 15 APRIL 1995 \$122.50

ARTICLES OF INCORPORATION - WERTZ SERVICES, INC. (TWO (2) SETS)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED OFFICE AND REGISTERED AGENT
(TWO (2) CERTIFICATES)

AFFIDAVIT (TWO 2) AFFIDAVITS)

THE DATE, 15 APRIL 1995 IS BEING REQUESTED FOR COMMENCEMENT.

YOUR PROMPT ATTENTION TO THIS REQUEST WILL BE APPRECIATED.

SINCERELY,


SHIRLEY M. WERTZ

SW

ENCLOSURES: SEVEN (7)

KON 4-21

ARTICLES OF INCORPORATION
OF
WERTZ SERVICES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 17 AM 9:52

THE UNDERSIGNED INCORPORATOR TO THESE ARTICLES OF
INCORPORATION, NATURAL PERSON COMPETENT TO CONTRACT, HEREBY FILE
THESE ARTICLES TO FORM A CORPORATION FOR PROFIT UNDER THE LAWS OF
THE STATE OF FLORIDA.

ARTICLE I

NAME

THE NAME OF THIS CORPORATION SHALL BE:

WERTZ SERVICES, INC.

EFFECTIVE DATE

4-15-95

ARTICLE II

NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS
PERMITTED UNDER THE LAWS OF THE UNITED STATES, LAWS OF THE STATE
OF FLORIDA, AND /OR LAWS OF ANY STATE WITHIN WHICH IT MAY BE EN-
TITLED TO TRANSACT OR ENGAGE IN BUSINESS.

ARTICLE III

CAPITAL STOCK

THE AMOUNT AND CLASS OF CAPITAL STOCK OF THIS CORPORATION
SHALL BE:

ONE HUNDRED (100) SHARES OF COMMON STOCK WITH A
PAR VALUE OF ONE DOLLAR (\$ 1.00)

AUTHORIZED CAPITAL STOCK MAY BE PAID FOR IN CASH, SERVICES
OR PROPERTY, AT A JUST VALUE TO BE FIXED BY THE BOARD OF DIRECTORS
OF THIS CORPORATION, AT ANY REGULAR OR SPECIAL MEETING.

ARTICLE IV

CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION MAY BEGIN
SHALL NOT BE LESS THAN ONE HUNDRED DOLLARS (\$ 100.00)

ARTICLE V

TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE, AND SHALL
COMMENCE ON APRIL 15, 1995

ARTICLE VI

ADDRESS

THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS TO BE 3219 BAY TO BAY BLVD.

TAMPA, FLORIDA 33629

THE BOARD OF DIRECTORS, FROM TIME TO TIME, MAY DESIGNATE SUCH OTHER ADDRESS AND PLACE FOR THE PRINCIPAL OFFICE OF THE CORPORATION, AS IT MAY SEE FIT.

ARTICLE VII

DIRECTORS

THE CORPORATION SHALL HAVE TWO (2) DIRECTORS, INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED, FROM TIME TO TIME, BY A MAJORITY VOTE OF THE DIRECTORS, BUT SHALL NEVER BE LESS THAN ONE (1), NOR MORE THAN FIVE (5).

ARTICLE VIII

INITIAL DIRECTORS

THE NAME AND STREET ADDRESS OF THE FIRST BOARD OF DIRECTORS WHO SHALL HOLD OFFICE UNTIL THEIR SUCCESSORS ARE ELECTED AND HAVE QUALIFIED, ARE AS FOLLOWS:

SHIRLEY M. WERTZ
5105 SOUTH TRASK STREET
TAMPA, FLORIDA 33611

ROBERT L. WERTZ
5101 SOUTH TRASK STREET
TAMPA, FLORIDA 33611

ARTICLE IX

INCORPORATORS

THE NAMES AND STREET ADDRESS OF THE INCORPORATORS OF THESE ARTICLES OF INCORPORATION ARE:

SHIRLEY M. WERTZ
5101 SOUTH TRASK STREET
TAMPA, FLORIDA 33611

ARTICLE X

PROVISIONS

SPECIAL PROVISIONS OF THIS CORPORATION SHALL BE:

1. 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 THE SHAREHOLDER ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE SAID SHAREHOLDER'S PRO RATA SHARE THEREOF (as nearly as may be done without issuance of fractional shares).

ARTICLE X
PROVISIONS (CONT)

2. INDEMNIFICATION

THE CORPORATION SHALL IN ITS SOLE DISCRETION INDEMNIFY ANY DIRECTOR, OFFICER OR EMPLOYEE OR FORMER DIRECTOR, OFFICER OR EMPLOYEE OF THE CORPORATION TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS: 3219 BAY TO BAY BLVD.
TAMPA, FLORIDA 33629

THE NAME OF THE INITIAL REGISTERED AGENT AND RESIDENT AGENT OF THIS CORPORATION IS:

SHIRLEY M. WERTZ

ARTICLE XII
AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDER'S MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL DIRECTORS AND STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

IN WITNESS WHERE OF, I HAVE HEREUNTO SET MY HAND AND SEAL, ACKNOWLEDGED AND FILED THE FOREGOING ARTICLES OF INCORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, THIS 13TH DAY OF APRIL 1995.

SHIRLEY M. WERTZ

 (SEAL)

FL W 632-789-36-502
DRIVER LICENSE

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE, TO TAKE ACKNOWLEDGEMENTS, PERSONALLY APPEARED SHIRLEY H. WERTZ TO ME KNOWN TO BE THE PERSONS DESCRIBED AS THE INCORPORATOR IN, AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME, THAT THEY SUSCRIBED TO THOSE ARTICLES OF INCORPORATION.

THIS THE 13 TH DAY OF APRIL 1995



NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
ARMON J MENDIVIL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC298911
MY COMMISSION EXP' JULY 31, 1997

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE AND REGISTERED AGENT (AND RESIDENT AGENT).

3219 BAY TO BAY BLVD.
TAMPA, FLORIDA 33629

SHIRLEY M. WERTZ

PURSUANT TO APPLICABLE FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

WERTZ REFERRALS, INC.

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT

3219 BAY TO BAY BLVD.
TAMPA, FLORIDA 33629

HAS NAMED: SHIRLEY M. WERTZ

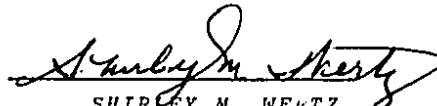
LOCATED AT: TAMPA, FLORIDA

AS ITS REGISTERED AGENT (AND RESIDENT AGENT).

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 AM 9:53

ACKNOWLEDGMENT:

HAVING BEEN NAMED REGISTERED AGENT (AND RESIDENT AGENT) FOR THE ABOVE STATED CORPORATION, AS 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.



SHIRLEY M. WERTZ
(REGISTERED AGENT AND RESIDENT AGENT)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE, TAKE ACKNOWLEDGEMENTS, PERSONALLY APPEARED SHIRLEY M. WERTZ TO ME KNOWN TO BE THE PERSON DESCRIBED AS THE REGISTERED AGENT AND RESIDENT AGENT, AND WHO EXECUTED THE FOREGOING CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE AND REGISTERED AGENT AND RESIDENT AGENT AS INDICATED IN THE ARTICLES OF INCORPORATION.

THIS, THE 13 TH DAY OF APRIL 1995



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
ARMON J MENDIVIL
NOTARY PUBLIC STATE OF FLORIDA