

P95000036147

AW OFFICES  
ROBERT F. LEVYMAN  
2201 B. W. 3RD AVENUE  
8TH FLOOR  
MIAMI, FLORIDA 33129

April 28, 1995

Secretary of State  
409 East Gaines Street  
Tallahassee, FL 32314

Attn: Division of Corporations

Re: Incorporation of Personalized Employment Software, Inc.

Dear Madam/Sir:

Enclosed herein please find original and copy of Articles of Personalized Employment Software, Inc., along with a check in the amount of \$122.50 to cover the filing fees for same.

Please have the Articles of Incorporation filed and a certified copy returned to my office in the enclosed self addressed envelope.

Thank you for your assistance.

3000001476003  
-05/04/95--01090--013  
Very truly yours, \*\*\*\*122.50 \*\*\*\*122.50

David L. Hatton  
David L. Hatton

PGM:jm

Enclosures

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY -1, AM 8:49

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ARTICLES OF INCORPORATION

OF

PERSONALIZED EMPLOYMENT SOFTWARE, INC.

ARTICLE I - CORPORATE NAME

The name of this corporation is Personalized Employment Software, Inc.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Marijke Klein  
6900 S.W. 44 Street, Apt. 205  
Miami, Florida 33155

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI - CORPORATE ADDRESS

The corporate address is: 1825 Ponce De Leon Blvd., #140,  
Coral Gables, FL 33134.

ARTICLE VII - BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to

time by Bylaws adopted by the stockholders, but shall never be less than one.

#### ARTICLE VIII - INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street address are:

<u>David L. Hatton</u>	<u>Arlen R. Shenkman</u>
<u>6900 S.W. 44 Street, Apt. 206</u>	<u>6900 S.W. 44 Street, Apt. 205</u>
<u>Miami, Florida 33155</u>	<u>Miami, Florida 33155</u>

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE IX - INCORPORATORS

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

<u>David L. Hatton</u>	<u>Arlen R. Shenkman</u>
<u>6900 S.W. 44 Street, Apt. 206</u>	<u>6900 S.W. 44 Street, Apt. 205</u>
<u>Miami, Florida 33155</u>	<u>Miami, Florida 33155</u>

#### ARTICLE X - 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 stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on the 27th day of April, 1995.

David L. Hatton  
DAVID L. HATTON, Incorporator

Arlen R. Shenkman  
ARLEN R. SHENKMAN, Incorporator

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, a Notary Public, personally appeared DAVID L. HATTON, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and

acknowledged before me that he subscribed to these Articles of Incorporation on the 27th day of April, 1995.

Jackie Marks  
Notary Public, State of Florida  
JACKIE MARTINEZ  
NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION NO. CC122947  
MY COMMISSION EXP. JULY 2, 1995

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, a Notary Public, personally appeared ARLEN R. SHENKMAN, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 27th day of April, 1995.

Jackie Marks  
Notary Public, State of Florida

My Official Notary Seal Expires:  
JACKIE MARTINEZ  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC122947  
MY COMMISSION EXP. JULY 2, 1995

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is PERSONALIZED EMPLOYMENT SOFTWARE, INC.

2. The name and address of the registered agent and office is MARIJKE KLEIN, 6900 S.W. 44 Street, Apt. 205, Miami, Florida 33155.

  
\_\_\_\_\_  
DAVID L. HATTON

  
\_\_\_\_\_  
ARLEN R. SIENKMAN

Title: Incorporators

Date: April 27th, 1995

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 relating to the proper

and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Marijke Klein  
MARIJKE KLEIN  
Date: April 27, 1995

STATE OF FLORIDA )  
COUNTY OF DADE ) : ss

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared MARIJKE KLEIN, known to me and known by me to be the person who executed the foregoing Acceptance and she acknowledged before me that she executed the Acceptance as set forth hereinabove.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 27th day of April, 1995.

Jackie Mul:  
NOTARY PUBLIC, State of  
Florida  
JACKIE MARTINEZ  
NOTARY PUBLIC STATE OF FLORIDA:  
COMMISSION NO. CC122947  
MY COMMISSION EXP. JULY 2, 1995

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
55 MAY -4 AM 8:49

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*Stuzin and Camner*

PROFESSIONAL ASSOCIATION

25TH FLOOR

1221 BRICKELL AVENUE

MIAMI, FLORIDA 33131-3258

(305) 577-0600

SUITE 100A  
1775 N. PINE ISLAND ROAD  
PLANTATION, FLORIDA 33322  
(305) 474-3430

PLEASE REPLY TO:

NINA S. GORDON

March 7, 1996

Miami

Secretary of State  
Division of Corporations  
409 East Gaines St.  
Tallahassee, FL 32399

700001753147  
-03/21/96--01089--009  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Madam or Sir:

Please find enclosed two signed copies of the Articles of Amendment to the Articles of Incorporation for Personalized Employment Software, Inc., and a check in amount of \$87.50 for the required fees. Please file one copy and return one certified copy to me using the enclosed self-addressed stamped envelope.

If you have any questions regarding this matter, please call me at (305) 577-0600. Thank you.

Very truly yours,

  
Arlen R. Shenkman

~~W. R. R. R. R.~~

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

March 27, 1996

Arlen R. Shenkman  
Stuzin and Camner  
1221 Brickell Ave., 25th Floor  
Miami, FL 33131-3258

**SUBJECT: PERSONALIZED EMPLOYMENT SOFTWARE, INC.**  
**Ref. Number: P95000036147**

We have received your document for PERSONALIZED EMPLOYMENT SOFTWARE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

If shareholder approval was not required, a statement to that effect must be contained in the document.

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) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 096A00013975



ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PERSONALIZED EMPLOYMENT SOFTWARE, INC.

1. The name of the Corporation is Personalized Employment Software, Inc., (the "Corporation").
2. Attached as Exhibit A hereto is a copy of a resolution of the Corporation by the Board of Directors regarding the changing of the name of the Corporation to "JobLink, Inc.," the resolution was adopted by the Board of Directors was effective as of March 5, 1996.
3. No Shareholder vote was required for this name change

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this Statement of Designation this 8 day of March, 1996.

JobLink, Inc.

By: 

Arlen R. Shenkman, Chairman and  
Executive Vice President

Attest:

  
Marc Hatton, President

STATE OF FLORIDA           )  
  ) ss:  
COUNTY OF DADE           )

The foregoing instrument was sworn to, subscribed and acknowledged before me this 8 day of March, 1996, by ARlen R. Shenkman, Chief Executive Officer, and, Marc Hatton, President, both personally known to me, on behalf of the Corporation.

  
NOTARY PUBLIC, STATE OF FLORIDA

AMARTS



SHARON URQUIZA  
My Commission CC385192  
Expires Mar. 13, 1998  
Bonded by HAI  
800-422-1886

WRITTEN CONSENT OF THE DIRECTORS  
OF  
PERSONALIZED EMPLOYMENT SOFTWARE, INC.

Special Meeting

Pursuant to Section 607.0821, Florida Statutes, the undersigned, being the director of Personalized Employment Software a Florida corporation (the "Corporation"), acting by written consent in lieu of a formal organizational meeting of the Board of Directors, does hereby adopt, approve and authorize the actions set forth below, and direct the Secretary of the Corporation to place this record of action set forth herein in the minutes of the proceedings of the Board of Directors of the Corporation.

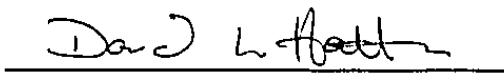
WHEREAS, the Board of Directors desires to change the name of the Corporation;

NOW, THEREFORE, BE IT RESOLVED that Article I of the Articles of Incorporation shall read in its entirety as follows:

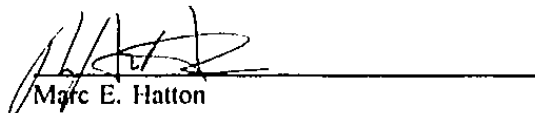
"The name of this corporation is JobLink, Inc."

Executed by the undersigned, who constitute the members of the Board of Directors of the Corporation, effective as of February 7, 1996.

  
Arlen R. Shenkman

  
David L. Hatton

  
Marijke Klein Shenkman

  
Marc E. Hatton

P 950000 36147

*Stuzin and Camner*

PROFESSIONAL ASSOCIATION  
25TH FLOOR  
1221 BRICKELL AVENUE  
MIAMI, FLORIDA 33131-3258  
(305) 577-0600

May 23, 1996

8000001839598  
-05/24/96--01131--019  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Division of Corporations  
409 East Gaines St.  
Tallahassee, FL 32399

Dear Madam or Sir:

Enclosed please find a signed copy of the Articles of Amendment to the Articles of Incorporation of JobLink, Inc., and a check in the amount of \$35.00 for the required filing fee.

Please date stamp the attached copy of this letter acknowledging the filing of this request and return the date-stamped copy to the undersigned in the enclosed self-addressed, stamped envelope. If you have any questions regarding this matter, please call me at (305) 577-0600.

Very truly yours,

*A. R. Shenkman*  
Arten R. Shenkman

ARS/liz

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 6, 1996

STUZIN AND CAMNER  
1221 BRICKELL AVENUE  
25TH FLOOR  
MIAMI, FL 33131-3258

SUBJECT: LOGIC, INCORPORATED  
Ref. Number: P94000023997

We have received your document for LOGIC, INCORPORATED and your check(s) totaling \$35.00. 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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 796A00028391

*Law Offices*  
*Stuzin and Camner*

PROFESSIONAL ASSOCIATION  
25TH FLOOR  
1221 BRICKELL AVENUE  
MIAMI, FLORIDA 33131-3258  
(305) 577-0600

July 30, 1996

Secretary of State  
Division of Corporations  
Attention: Karen Gibson  
409 East Gaines Street  
Tallahassee, FL 32399

Dear Ms. Gibson:

Please find enclosed the following:

1. A copy of the Articles of Amendment to the Articles of Incorporation of "JobLink, Inc.," a Florida corporation. JobLink has changed its corporate name to "TriLogix."
2. A copy of a Written Consent of the Board of Directors of JobLink authorizing the name change.
3. A copy of a letter from you to JobLink, Inc., dated June 6, 1996 denying the use of the name Logix, Inc.

Should you have any questions regarding the above-referenced matter please contact me at (305) 577-0600.

Very Truly Yours,

  
Arlen R. Shenkman

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
JOBLINK, INC.

1. The name of the Corporation is JobLink, Inc., (the "Corporation").
2. Attached as Exhibit A hereto is a copy of a resolution of the Corporation adopted by the Board of Directors regarding the changing of the name of the Corporation to "TriLogix, Inc.," the resolution was adopted by the Board of Directors effective as of July 23, 1996.
3. The shareholder vote was unanimous.

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this amendment to the Articles of Incorporation this 23rd day of July, 1996.

TriLogix, Inc.

By: 

Arlen R. Shenkman, Chairman and  
Executive Vice President

Attest:



Marc Hatton, President

STATE OF FLORIDA           )  
  ) ss:  
COUNTY OF DADE           )

The foregoing instrument was sworn to, subscribed and acknowledged before me this \_\_\_\_ day of July, 1996, by Arlen R. Shenkman, Chief Executive Officer, personally known to me, on behalf of the Corporation.

\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA