

1201 HAYS STREET

TALLAHASSEE, FL 32301

TEL: 904/201-7171

FAX: 904/201-7172

800-342-7886



network

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 603472 6517A

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ PREPAID

ORDER DATE : May 23, 1995

ORDER TIME : 9:52 AM

ORDER NO. : 603472

CUSTOMER NO: 6517A

CUSTOMER: Mary Fendle, Legal Assistant
DEAN MEAD EGBERTON BLOODWORTH
CAPOUANO & BOZARTH, P.A.
P. O. Box 2346

Orlando, FL 32802-2346

ESTABLISHED 1985
FOS/234295-01034-011
****122.50 ****122.50

EFFECTIVE DATE

MAY 18 1995

DOMESTIC FILING

NAME: PAYROLL SERVICES, 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: Karen B. Rozar

EXAMINER'S INITIALS:

RECEIVED
DIVISION OF CORPORATION

95 MAY 23 AM 10:09

FILED
SECRETARY OF STATE
TALLAHASSEE, FL 32301

95 MAY 23 PM 12:29

T. BROWN MAY 23 1995

**ARTICLES OF INCORPORATION
OF
PAYROLL SERVICES, INC.**

FILED
95 MAY 23 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

EFFECTIVE DATE

ARTICLE I - NAME OF CORPORATION

MAY 18 1995

The name of this Corporation shall be Payroll Services, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 901 North Lake Destiny Drive, Suite 148, Maitland, Florida 32751, which shall also be the mailing address of the Corporation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one million (1,000,000) shares of common stock having a par value of One Cent (\$.01) per share.

**ARTICLE IV - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803. The Board of

Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Anthony Deglomine, III. The Board of Directors may from time to time designate a new registered agent.

ARTICLE V - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Douglas R. Russell	901 North Lake Destiny Drive Suite 148 Maitland, Florida 32751

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be two (2).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Douglas R. Russell	901 North Lake Destiny Drive Suite 148 Maitland, Florida 32751
Barry Byrd	901 North Lake Destiny Drive Suite 148 Maitland, Florida 32751

ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

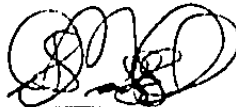
ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of execution of these Articles of Incorporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 18th day of May, 1995.



Douglas R. Russell

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: 

Anthony Deglamine, III

Date: May 18, 1995

P95000040601

DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZARTH, P.A.

ATTORNEYS AND COUNSELORS AT LAW

P. O. BOX 2346
ORLANDO, FLORIDA 32802-2346

WRITER'S DIRECT DIAL NO.
(407) 428-3119

800 NORTH MAGNOLIA AVENUE
SUITE 1800
ORLANDO, FLORIDA 32803

(407) 841-1800
FAX (407) 423-1831

February 20, 1996

000001721013
-02/22/96--01016--001
*****35.00 *****35.00

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

Re: Articles of Amendment to the Articles of
Incorporation of Payroll Services, Inc.; document
number P95000040601

Gentlemen:

Enclosed are an original and one copy of the Articles of Amendment to the Articles of Incorporation of Payroll Services, Inc., to change the name of the corporation to "CDR Enterprises, Inc.", along with a check for \$35.00 to cover the filing fee.

After the Articles of Amendment have been filed, please return the copy stamped with the date of filing to the undersigned.

Sincerely,

Mary F. Fendle
Mary F. Fendle, Legal Assistant

:mff
Enclosures (3)
cc: Douglas R. Russell

FILED
96 FEB 21 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name change
RF
2.22.96

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF PAYROLL SERVICES, INC.

FILED

96 FEB 21 AM 11:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is Payroll Services, Inc. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

The shareholder of the corporation approved the resolution amending Article I of the Articles of Incorporation by written consent dated February 20, 1996, executed in accordance with the provisions of Section 607.0704 of the Florida Statutes, and the number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval of said amendment. The following is a true and correct copy of the resolution amending Article I of the Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be CDR Enterprises, Inc."

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing with the Secretary of State of the State of Florida.

Dated this 20th day of February, 1996.

PAYROLL SERVICES, INC.

By: 

Douglas R. Russell, President

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 NOV 12 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # 195000040601

1 Corporation Name

CDR ENTERPRISES, INC.

Principal Place of Business

901 N. Lake Destiny Drive
Suite 148
Maitland, FL 32751

Mailing Address

901 N. Lake Destiny Drive
Suite 148
Maitland, FL 32751

If above addresses are incorrect in any way, line through incorrect information and enter correction below

2 New Principal Office Address, If Applicable
1281 N. Lake Sybelia Drive

Suite, Apt. #, etc.

City & State

Maitland, FL 32751
County US

3 New Mailing Address, If Applicable
1281 N. Lake Sybelia Drive

Suite, Apt. #, etc.

City & State

Maitland, FL 32751
County US

4 Date Incorporated or Qualified
To Do Business in Florida

05/18/95

5 FEI Number

59-3326087

Applied For

Not Applicable

6 CERTIFICATE OF STATUS DESIRED ☐

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
D	Russell, Douglas R.	1281 N. Lake Sybelia Drive	Maitland FL 32751
P/S/T	Russell, Douglas R.	1281 N. Lake Sybelia Drive	Maitland FL 32751
			000002008800--1 -11/19/96--01162--015 ****375.00 ****375.00

8. Name and Address of Current Registered Agent

Deglomine, Anthony III
4800 North Magnolia Avenue
Suite 1500
Orlando FL 32803

9. Name and Address of New Registered Agent

Name
Russell, Douglas R.
Street Address (P.O. Box Number is Not Acceptable)
1281 N. Lake Sybelia Drive
Suite, Apt. #, Etc.

City
Maitland

State
FL

Zip Code
32751

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

REGISTERED AGENT MUST SIGN

Date 11/7/96

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information
on intangible tax.)

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath

SIGNATURE: ☒

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Douglas R. Russell, PRES.

Date

11/7/96 (407) 425-4161

Daytime Phone #

CR02040 (12/95)