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XX ARTICLES OF I	NCORPORATION IF LIMITED PARTNERSH	IP	TATE A
PLEASE RETURN THE F	OLLOWING AS PROOF O	F FILING:	
CERTIFIED C XX PLAIN STAMP CERTIFICATE			
	nnifer Moran		MAY 2 5 1995 BSB

ARTICLES OF INCORPORATION

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OF

GOVERNMENT PROCUREMENT SERVICES, INC.

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: GOVERNMENT PROCUREMENT SERVICES, INC. The address of the principal office of this corporation

shall be 4800 5th Avenue Northwest, Naples, Florida 33999, 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

FILED 95 HAY 24 AM 9: 34 SECRETARY OF STATE TALLAHASSUE, FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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:

Minako M. Grimes	4800 5th Avenue Northwest
Dir.	Naples, Florida 33999
Richard E. Grimes 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:

Minako M. Grimes	4800 5th Avenue Northwest
Pres./Sec.	Naples, Florida 33999
Richard E. Grimes V. Pres./Treas.	Same

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 24, 1995.

CORPORATION SERVICE COMPANY

By: Its Agent, Gail Shelby

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SECRETARY OF STATE ACCEPTANCE OF REGISTERED AGENT DESIGNATED STATES IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware 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 SERVICE COMPANY

By: <u>)....)(...</u>)

GLS/jlm

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5000041133

MURPHY LAW FIRM 3810 NORTH AIRPORT ROAD, SUITE A NAPLES, FLORIDA 33942 TELEPHONE: 813/262-6507 TELE FAX: 813/262-7098

Vincent Murphy C.A. Murphy (Retired)

of Counsel Anthony A. Haisch

July 18, 1995

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

RE: GOVERNMENT PROCUREMENT SERVICES, INC.

Dear Sir:

Enclosed please find Statement of Change of Registered Agent and Office for filing, along with our check in amount of \$35.00 filing fee.

Please forward a statement of change to me in the envelope provided. Thank you.

Sincerely,

Lin Davis, Secretary to Vincent Murphy

Enclosures



Charter No. P95000041133 Dated Filed May 24, 1995 FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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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 GOVERNMENT PROCUREMENT SERVICES, INC.

2. The name and address of its present registered agent is:

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CORPORATION INFORMATION SERVICES, INC. 1201 HAYS STREET TALLAHASSEE, FLORIDA 32301

3. The name and address to which its registered agent is to be changed is:

Richard E. Grimes 4800 5th Avenue NW, Naples, Florida 33999

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.

Minako M. Grimes		
Signature	-2	
(Typed or printed name and title)	(President or Vise President)	
	DATE: <u>7-18-95</u>	

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 ACCT IN THIS CAPACITY. IF 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,

Please Print/Type Name Richard E. Grimes

Signature (Agent)

Date 7-18-95

Filing Fee \$35.00