

TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE

STATE OF FLORIDA 409 EAST GAINES STREET TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

1492 W FLAGLER ST SUITE 200

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FLORIDA PROFIT CORPORATION OR P.A. DOCUMENT TYPE:

(((H95000006038))) NAME: FULFILLMENT BERVICES, INC.

FAX AUDIT NUMBER: H9500006038

DATE REQUESTED: 05/30/1995

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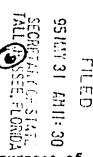
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#### ARTICLES OF INCORPORATION

OF

FULFILLMENT SERVICES, INC.



The undersigned hereby associate together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of corporation for profit.

# ARTICLE ONE

This corporation is organized and incorporated under \$ 607. F.S.A.

### ARTICLE TWO

The name of the corporation is Fulfillment Services, INC., 1600 S.E. 17th Street Causeway, Suite 3. Ft. Lauderdale, Florida 33316.

### ARTICLE THREE

This corporation shall commence its existence as of the date of filing these Articles, and its existence shall be perpetual.

### ARTICLE\_FOUR

This corporation is organized for the following purpose:

1. For the purpose of transacting any or all lawful business permitted pursuant to the laws of the State of Florida.

RONALD SPANN
SPANN & ASSOCIATES, P.A.
1600 S.E. 17th St. Causeway
Suite \$300
Ft. Lauderdale, Florida 33316
Florida Bar No: 324/62
(305) 522.3077

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# ARTICLE FIVE

The board of directors may in its such washes-

The maximum number of shares of common stock with \$.50 par value that this corporation is authorized to have outstanding at any one time is 10,000 shares.

The amounts and descriptions of other than \$.50 par value common voting stock which the corporation is authorized to have outstanding are none.

The capital stock may be paid for in property, labor, or services at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purposes of at the organization meeting.

All of the aforementioned stock is to be issued as fully paid for and exempt from assessment.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock, and said purchase shall be on such basis and for such consideration and the issuance of such amount of the capital stock as the directors may decide.

## ARTICLE SIX

The street address of the initial registered office of this 300 corporation is 1600 S.E. 17th Street Causeway, Suite Pt. Ph: (305) 523-B404 Lauderdale, Florida 33316, and the name of the initial registered agent of the corporation at that address is Romald Spann. I hereby accept service for process as registered agent.

Accepted:

The board of directors may in its sole discretion change the location of the registered office of the corporation and the designation of the registered agent, and notify the Secretary of State, without the need of any amendment of this certificate.

## ARTICLE SEVEN

The number of directors of this corporation shall be not less than two (2). The number of directors may be increased from time to time by the bylaws. The names and addresses of the initial directors, of this corporation are:

Jon J. Mark 980 S.W. 70 Ave. Plantation, Pl. 33317

Steven L. Kilichowski 2103 N.E. 44th St. Lighthouse Point, Fl. 33064

## ARTICLE EIGHT

The names and addresses of the persons signing these articles are:

Jon J. Mark 960 S.W. 70 Ave. Piantation, Fl. 33317

Steven L. Kilichowski 2103 N.E. 44th St. Lighthouse Point, Fl. 33064

### ARTICLE NINE

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE TEN

The corporation shall indemnify any officer or director, or any former officer or director, the full extent permitted by law.

### ARTICLE ELEVEN

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITHESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this day of the Highest 1995.

A STATE WOL

STEVEN L. KILICHOWSKI

STATE OF FLORIDA )
COUNTY OF BROWARD )

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Jon J. Mark and Steven L. Kilichowski known to me, and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforesaid this set of day of 1995.

My Commission expires:

JOSEPHANIE DEPROSA
My Commission CO415760
Equipmen Nov. 11, 1988
Banded by NPNU
800-224-2388

Florida at Large

31 All II: 30 ARY OF STATE SSEE, FLORIDA