

195000043511

GILBRIDE, HELLER & BROWN, P.A.

ATTORNEYS AT LAW
ONE BISCAYNE TOWER - 18TH FLOOR
2 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131

LAWRENCE R. HELLER *
JAMES F. GILBRIDE
LEWIS N. BROWN
DYANNE E. FRINKER
LINDA H. GOTTLIEB

TIMOTHY D. HENKEL *
JOSEPH E. ALTAHUL
HANDALL NORDLUND
RODERICK C. McDONALD
ORION G. CALLISON, III *

* MEMBER OF FLORIDA BAR AND CALIFORNIA BAR
* MEMBER OF FLORIDA BAR AND VIRGINIA BAR
* MEMBER OF THE FLORIDA BAR AND ALABAMA BAR

TELEPHONE 388-3880
AREA CODE 305
FAX: (305) 374-1756

May 25, 1995

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

EFFECTIVE DATE
MAY 25 1995

100001501881
05/30/95--D1063--001
***122.50 ***122.50

Re: Compulink Research, Inc.

Gentlemen:

Enclosed find original and one Articles of Incorporation for the above corporation and our firm's check in the amount of \$122.50 which covers the new corporation filing fee.

Please return in the enclosed self-addressed stamped envelope a date stamped copy.

If you have any questions, please contact the undersigned.

Sincerely,

GILBRIDE, HELLER & BROWN, P.A.
Suzanna S. Perez, Legal Assistant

sp/enclosures

JUN 7 1995 BSB

FILED
95 JUN/30 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF COMPULINK RESEARCH, INC.

FILED
95 MAY 30 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation
a natural person competent to contract, hereby forms a corporation
under the laws of the State of Florida.

EFFECTIVE DATE
MAY 25 1995.

ARTICLE I

The name of the corporation is COMPULINK RESEARCH, INC.

ARTICLE II
NATURE OF BUSINESS

The corporation may engage in any activity or business
permitted under the laws of the United States and the State of
Florida.

ARTICLE III
CAPITAL STOCK

The corporation is authorized to have outstanding one class of
stock designated as voting common stock. The maximum number of
shares of common stock, which the corporation is authorized to have
outstanding is 500 shares of a par value of \$1.00 per share.
Holders of common stock are entitled to one vote per share and
there shall be no cumulative voting. Holders of all common stock
classes, shall not have preemptive rights to subscribe to the
corporation's securities.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which the corporation shall begin
business shall not be less than \$500.00

ARTICLE V
BEGINNING OF CORPORATE EXISTENCE

The date when the corporate existence of this corporation commences shall be the time of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE VI
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII
ADDRESS

The initial street address of the principal office of this corporation is 11316 Southwest 58 Street, Cooper City, Florida 33330.

ARTICLE VIII
DIRECTORS

The corporation shall have four directors initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders.

ARTICLE IX
INITIAL DIRECTORS

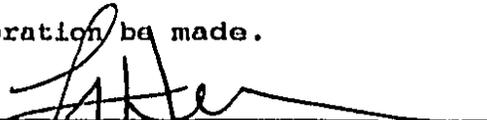
The name and address of the initial director of the corporation is: Karl Doblinger, 11316 Southwest 58 Street, Cooper City, Florida 33330.

ARTICLE X
THE NAME AND ADDRESS OF THE SUBSCRIBER
TO THESE ARTICLES OF INCORPORATION

Lawrence R. Heller, Esquire, Two South Biscayne Boulevard, One Biscayne Tower, Suite 1570, Miami, Florida 33131.

**ARTICLE XI
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 shareholders' meeting by the majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.



LAWRENCE R. HELLER

STATE OF FLORIDA :
 :
COUNTY OF DADE :

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above named to take acknowledgements, personally appeared LAWRENCE R. HELLER, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he/she acknowledge before me that he/she subscribed to those Articles of Incorporation.

WITNESS, my official seal in the County and State aforesaid, this 25th day of May, 1995.



Notary Public State of Florida
at Large
OFFICIAL NOTARY SEAL
SUZANNA PEREZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC365194
MY COMMISSION EXP. MAY 20, 1998

My commission expires:

CERTIFICATE OF RESIDENT AGENT
OF
COMPULINK RESEARCH, INC.

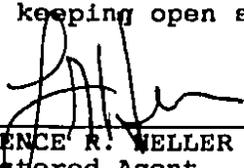
FILED
95 MAY 30 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act.

That COMPULINK RESEARCH, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, designates LAWRENCE R. HELLER, whose address is Two South Biscayne Boulevard, One Biscayne Tower, Suite 1570, Miami, Florida 33131, as its registered agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



LAWRENCE R. HELLER
Registered Agent



FLORIDA DEPARTMENT OF STATE

Sandra B. Cothran
Secretary of State

August 21, 1996

P95000043511

COMPULINK RESEARCH, INC.
3949 COMMERCE PKWY
MIRAMAR, FL 33025

SUBJECT: COMPULINK RESEARCH, INC.
Ref. Number: P95000043511

Our records indicate the registered agent for the above named corporation resigned on July 19, 1996 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of \$35.

If you should need any further information, please contact our office at (904)-487-6050.

Carol Mustain
Corporate Specialist



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

October 28, 1996

COMPULINK RESEARCH, INC
3949 COMMERCE PARKWAY
MIRAMAR, FL 33025

SUBJECT: COMPULINK RESEARCH, INC.

Document #: P95000043511

Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

A Certificate of Dissolution is enclosed.

If you have any questions concerning this matter, please call (904) 487-6916.

Carol Mustain
Corporate Specialist
Amendment Section
Division of Corporations

Letter Number: 096A00049544

State of Florida



Department of State

CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for COMPULINK RESEARCH, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of October 28, 1996 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is P95000043511.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twenty-eighth day of October, 1996



CR2EO22 (1-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

GILBRIDE, HELLER & BROWN, P.A.

ATTORNEYS AT LAW

ONE BRICAYNE TOWER - 15TH FLOOR

2 SOUTH BRICAYNE BOULEVARD

MIAMI, FLORIDA 33131

P95000043511

LAWRENCE R. HELLER
MEMBER OF THE BAR IN
NEW YORK, FLORIDA AND

TELEPHONE 351-3880
AREA CODE 305
FAX: (305) 374-1750

July 10, 1996

7/15

400001894134
-07/16/96--01040--008
*****87.50 *****87.50

Secretary of State, Florida
Divisions of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Sir/Madam:

Enclosed is statement of resignation as registered agent for
Compulink Research, Inc.

Sincerely,

LAWRENCE R. HELLER
LRH/ep
Enclosure
cc: Compulink, Inc.

RECEIVED
JUL 15 1996
STATE OF FLORIDA
DIVISION OF CORPORATIONS

CM
P95000043511
RA-R
7-19-96

Florida Department of State, Jim Smith, Secretary of State

RESIGNATION OF REGISTERED AGENT

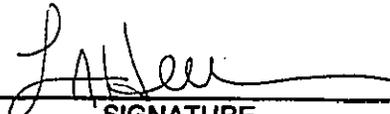
Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or

617.1509, Florida Statutes, the undersigned, LAWRENCE R. HELLER
(name of registered agent)

hereby resigns as Registered Agent for Compulink Research, Inc.
(name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.



SIGNATURE

FEE FOR FILING THIS DOCUMENT:
\$87.50-Active Corporation
\$35.00-Administratively Dissolved Corporation

P95000043511

STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued (no such right shall be barred). Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____*, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Kirkpatrick & Lockhart, LLP EIN or SS#: _____

Address: Miami Center-20th Floor - 201 S. Biscayne Blvd.
Miami, FL 33131-2399

Amount: \$35 Date Paid 11/15/96

Reason for claim: Overpayment of registered agent fee when COMPULINK RESEARCH, INC., #P95000043511 was reinstated.

Certified true and correct this _____ day of _____, 19_____.

Signature _____

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only

Agency recommends approval of above claim and submits the following information to substantiate the claim: Amount of recommended refund \$ 35

The amount requested above was originally deposited into the State Treasury as a part of the funds deposited on State Treasurer's Receipt No. 01089-002 dated 11/15/96

Name of Account _____
45202130001453000000000010000

Statutory Authority for Collection 607.0122

It is requested that payment be made from the following account:

NAME OF ACCOUNT: _____
45202130001453000000022002000

Certified true and correct this _____ day of _____, 19_____

Department of State, Division of Corporations
(Agency) _____ (Authorized Signature and Title)

P95000043511
KIRKPATRICK & LOCKHART LLP

MIAMI CENTER - 20TH FLOOR
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-2399

TELEPHONE (305) 539-3300
FACSIMILE (305) 358-7093

JAN E. BLANCK
(305) 539-3364
JBLANCKJF@KRL.COM

400002006254--9
-11/15/96--01089--001
*****175.00 *****175.00

November 6, 1996

400002006254--9
-11/15/96--01089--002
*****75.00 *****75.00

Ms. Lynn Turley
Bureau Chief's Office
Secretary of State/Corporations
409 East Gaines Street
Tallahassee, Florida 32399

REINSTATEMENT 11/8/96

Adm diss. 10/28/96 For failure
to maintain a Registered Agent

Re: Compulink Research, Inc.

Dear Ms. Turley:

Pursuant to our telephone conversation, enclosed is our check in the amount of \$75.00 in payment of registered agent designation fees for Compulink Research, Inc. Also enclosed is a copy of the Notice of Change of Registered Agent and Registered Office we discussed.

From our conversation, I understand that the Corporation will be rendered active and current from its date of involuntary dissolution and that no lapse period will be evidenced on the records of the Secretary of State. Please let me know if the situation is otherwise.

Thank you for very much for your response to our inquiry - we greatly appreciate your assistance with this matter.

Sincerely,

Jan E. Blanck

Jan E. Blanck,
Lawyer's Assistant to Gregg J. Breitbart

FILED
SECRETARY OF CORPORATIONS
DIVISION
NOV 8 1996
PM 1:59

cc: Gregg J. Breitbart, Esq.
Nancy Smith

Refund prepared
11/15/96

SP

11/12/96

FILING 210
R. AGENT _____
CERT. COPY _____
CUS _____
OVERPAYMENT 35
TOTAL 245

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT

Pursuant to the terms of Section 607.1508 of the Florida Business Corporation Act, the undersigned Corporation hereby makes the following statement for the purpose of changing its registered agent:

- (a) The name of the Corporation is **Compulink Research, Inc.**
- (b) The street address of its current registered office is 11316 Southwest 58th Street, Cooper City, Florida 33330.
- (c) The street address of the new registered office shall be c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131.
- (d) The name of the current registered agent is Lawrence R. Heller.
- (e) The name of the Corporation's new registered agent is Daniel A. Casey.
- (f) After the change of registered agent effected hereby is filed with the Secretary of State of Florida, the street address of its registered office and the business office of its registered agent will be identical.
- (g) Such change was authorized by resolution duly adopted by the Board of Directors of the Corporation at a special meeting held on July 27, 1996.

Date: July 29, 1996

COMPULINK RESEARCH, INC.,
by: *Nancy Smith*
Nancy Smith, President

(corporate seal)

FILED STATE
SECRETARY OF CORPORATION
DIVISION
96 NOV - 8 PM 1:59

Acceptance of Appointment as Registered Agent

I, Daniel A. Casey, hereby accept the foregoing appointment as registered agent of **COMPULINK RESEARCH, INC.**, and agree to comply with the terms of the Florida Statutes relative to my service as agent.

Date: July 29, 1996

Daniel A. Casey
Daniel A. Casey