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ARRICHM OF THEORPORATION

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ARLE DESCRIPTION CONTRACTOR CONTRACTS. INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopte the following Articles of Incorporation.

ARTICLE I HAVE

The name of the corporation shall be:

ABLE UNEMPLOYMENT COMPERSATION CONSULTANTS,

FII 12:

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be:

ABLE UNEMPLOYMENT COMPENSATION CONSULTANTS, INC. 1309 EARRISON STREET ROLLYWOOD, FLORIDA 33019

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares of Common Stock at \$1.00 per value per share

The number of shares of at to have outstanding at any 100 shares of Common of Mark B. Goldstein, Esq. 1000 & Federal Huy, # 202 TE. LOUD. , FL 33314

(305) 761.8810

TI. Box No. 705576

ARTICLE IV INITIAL REGISTERS AGENT AND ADDRESS

The name and address of the initial registered agent is:

Spancer Cohn 1309 Earrison Street Hollywood, Florida 33019

ARTICLE V INCORPORATOR

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

Spancer Cohn 1309 Harrison Street Hollywood, Florida 33019

ARTICLE VI IMITIAL DIRECTORS

The names and street addresses of the initial directors to these Articles of Incorporation Are:

Spender Cohn 1309 Marrison Street Hollywood, Floride 33019

The undersigned has executed these Articles of Incorporation this H th day of June, 1995.

Signature/Incorporator

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ABLE LABOR CONSULTANTS 1861 N. FED. HAY. Shite 226 Hillywood, FL 33020

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OFFICE USE ONLY

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CORPORATION NAME(S) &	DOCUMENT NUMBER(S) (if known):
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Other

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NEW FILINGS	AMENDMENTS	SECTION SECTION
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OTHER FILINGS	REGISTRATION/	
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	Trademark	



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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham

Secretary of State

E SELLAHASSEE, FLORIDA

January 11, 1996

ABLE LABOR CONSULTANTS 1861 N. Federal Hwy., Suite 226 Hollywood, FL 33020

SUBJECT: ABLE UNEMPLOYMENT COMPENSATION CONSULTANTS, INC. Ref. Number: P95000046550

We have received your document for ABLE UNEMPLOYMENT COMPENSATION CONSULTANTS, INC. 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The changes that are being made in the amendment can be made on your 1996 coroporation annual report. The annual reports will be mailed from this office during the month of January.

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) 487-6910.

Louise Flemming-Jackson Corporate Specialist Supervisor

Letter Number: 796A00001618

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

96 JAN 22 PH 3: 03

SECRETARISE FLORIDA

ABLE UNEMPLOYMENT COMPENSATION CONSULTANTS, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

REGISTERED AGENT:

ILEEN J. CANTOR, ESQ. 5540 Pacific Boulevard Suite 323
Boca Raton, FL 33433

Director and President:

ILEEN J. CANTOR, ESQ. 5540 Pacific Boulevard Suite 323 Boca Raton, FL 33433

Spencer Cohn, Treasurer 1861 N. Federal Highway Suite 226 Hollywood, FL 33320

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 11-1-95

FO	URTH: Adoption of Amendment(s) (CNECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were
	sufficient for approval by
	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
X	The amendment(s) was required adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day
	Signature
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR.
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Spencer Cohn
	Typed or printed name
	Tresurer/Incorporator
	Title

ABLE LABOR CONSULTANTS

Broward: (305) 390-2808

(305) 956-3188

(305) 927-6061

Dade:

Pax:

1861 N. Federal Highway Suite 226 Hollywood, Florida 33020

ILEEN J. CANTOR Attorney at Law

January 17, 1996

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

Attn: Louise Flemming-Jackson Corproate Specialist Supervisor

Re: Able Unemployment Compensation Consultants, Inc. Ref. No. P95000046550

Dear Ms. Flemming-Jackson:

Please accept this letter as my acceptance as President and Registered Agent for the above referenced corporation.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent and President for said corporation. As President and Registered Agent of said corporation, my address is:

5540 Pacific Boulevard Suite 323 Boca Raton, FL 33433

If you require anything further, please do not hesitate to contact me.

Very truly yours,

ILEEN J. CANTOR

IJC:gms

Section 215.26, Florida Statutes, states in part; "Applications for refunds as provided in this section shall be filled with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years it 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.

1861 N. Federal Highway, Suite 226

ATTN: SPENCER

_ EIN or SS#: _

COHN

Name: ABLE LABOR CONSULTANTS

Address:

mount: \$35.00 Date Paid	
eason for claim: <u>Sent in duplicate filing fee of \$3</u>	5.00 to file Articles of
mandment for ABLE UNEMPLOYMENT COMPENSATION CONSU	LTANTS. INC.
CHARTER #P95000046550)	
Certified true and correct this day of	
Signature See attached letter	
Must be completed if authority is other than Section 215.26, 1	Florida Statutes.
	nformation to
The amount requested cooks was originally deposited into the State Trea	
State Treasurer's Receipt No. 01013-006 dated 1-25-96	
Name of Account	
145202130001453000000000	010000
Statutory Authority for Collection 607-0122	
It is requested that psyment be made from the following second:	
NAME OF ACCOUNT:	
452021300014530000000022	002000
Certified true and correct this day of	19
Department of State. Division of Corporations	

ABLE LABOR CONSULTANTS

Broward: (305) 390-2808

(305) 956-3188

(305) 927-6061

Dade:

Pax:

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1861 N. Pederal Highway Suite 226 Hollywood, Florida 33020

ILEEN J. CANTOR Attorney at Law

February 7, 1996

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

Attn: Louise Flemming-Jackson

Corproate Specialist Supervisor

Re: Able Unemployment Compensation Consultants, Inc.

Ref. No. P95000046550

Dear Ms. Flemming-Jackson:

Per your request please find enclosed copies of two checks that were cashed by the Secretary of State for one amendment to the Articles of Incorporation.

As discussed, I initially mailed the amended articles form together with the required check in the amount of \$35.00. However, because the amended articles form was not signed by the new president and registered agent and lacked the proper language to assume such duties, your office returned these papers to me.

After having the amended articles form properly executed, these papers were returned to your office, together with another check in the amount of \$35.00 for the amendment.

It was my belief that the original \$35.00 check issued on December 20, 1995 was returned to us along with the aforementioned papers. I assumed that I had misplaced the original check, so the second check was issued on January 17, 1996, for \$35.00. I had not realized that your office retained the first check.

When we received our bank statement, it reflected that both checks were cashed.

I request that the State of State, Division of Corporations, refund us a check in the amount of \$35.00.

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Thank you for your assistance in this matter.

Very truly yours

SPENCER COHN

SC:gms

P95000046550

1309 Harrison Street Hollywood, Florida 33019 (954) 390-2808

May 4, 1996

Division of Corporation P.O. Box 6327 Tallahassee, FL 32399

Ladies and Gentlemen:

Enclosed please find an executed Articles of Amendment to Articles of Incorporation together with a check in the sum of \$35.00 to Amend the Articles of Incorporation of ABLE UNEMPLOYMENT COMPENSATION CONSULTANTS, INC.

Additionally, as required, please find an acceptance as registered agent for the corporation.

Thank you for your cooperation in this matter.

Very truly yours,

200001816672 -05/10/96--01049--016 *****35.00 *****35.00

SPENCER COHN

Alian Comen C 5/17/96

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

ABLE UNEMPLOYMENT COMPENSATION CONSULTANTS, INC.

(present name)

Pursuant to the provisions of section 607, 1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE IV TO BE AMENDED:

delete Ileen J. Cantor, Eng. 5540 Pacific Boulevard

Sulte 323

Boca Raton, FL 33433

Ilcen J. Cantor DOES NOT wish to be the Registered Agent any longer of Able Unemployment Compensation Consultants, Inc.

add SPENCER COHN
1309 Harrison Street
Hollywood, FL 33019

SPENCER COHN IS THE REGISTERED AGENT (see attached statement accepting the duties and responsibilities as registered agent).

DELETE ILEEN J. CANTOR, ESQ. AS PRESIDENT OF ABLE UNEMPLOYMENT COMPENSATION CONSULTANTS, INC.

ADD SPENCER COHN, PRESIDENT 1309 Harrison Street Hollywood, FL 33019

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 5-1-96

FOI	URTH: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were
	sufficient for approval by
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder
X	action was not required.
	Signed this day of
	SEE ATTACHED SHEET TUKSIGNALINE
	(By the Chairman or vice organization of processing and processing
	OR
	(By a director if adopted by the directors)
	OR (By an incorporator if adopted by the incorporators)
	SPENCER COHN Typed or printed name
	Typed or printed name
	INCORPORATOR
	Title

SPENCER COHN

1309 Harrison Street Hollywood, Florida 33019 (954) 390-2808

Mny 4, 1996

Division of Corporation P.O. Box 6327 Tallahassee, FL 32399

Re: Able Unemployment Compensation Consultants, Inc.

Ladies and Gentlemen:

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.

Sincerely,

SPENCER COHN

Registered Agent and Incorporator