

P9500054287

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA, 32314

FILED
1995 JUL 10 PM 6 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: PRODUCTION ACCOUNTING, INC.

ENCLOSED PLEASE FIND A COMPLETED ORIGINAL AND ONE (1) COPY OF THE
ARTICLES OF INCORPORATION AND CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE FOR THE ABOVE NAMED
CORPORATION AND A CHECK IN THE AMOUNT OF \$70.00.

FROM: DENNIS P. FLYNN
7590 LAUDEN DRIVE
LAKE WORTH, FLORIDA, 33467

PHONE: (407) 967-6008

7000001533657
-07/10/95--01061--018
*****70.00 *****70.00

F. CHESSEY JUL 13 1995

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/ REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

PRODUCTION ACCOUNTING, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

DENNIS P. FLYNN
7590 LAUDEN DRIVE
LAKE WORTH, FLORIDA, 33467


SIGNATURE

President

TITLE

6-8-95
DATE

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 ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH ALL 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.


SIGNATURE

6-8-95
DATE

ARTICLES OF INCORPORATION
OF
PRODUCTION ACCOUNTING, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, EACH A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME

THE NAME OF THE CORPORATION IS:

PRODUCTION ACCOUNTING, INC.

ARTICLE II. ADDRESS

THE ADDRESS OF THE CORPORATION SHALL BE:

3918 VIA POINCIANA, SUITE 9
LAKE WORTH, FLORIDA 33467

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TALLAHASSEE, FLORIDA

ARTICLE III. NATURE OF BUSINESS

THE GENERAL NATURE OF BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS ANY BUSINESS OR BUSINESS ACTIVITY PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND OF THE UNITED STATES OF AMERICA.

ARTICLE IV. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS ONE THOUSAND SHARES OF COMMON STOCK WITH A PAR VALUE OF ONE DOLLAR PER SHARE.

ARTICLE V. TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE VI. REGISTERED OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THE CORPORATION IN THE STATE OF FLORIDA IS:

DENNIS P. FLYNN
7590 LAUDEN DRIVE
LAKE WORTH, FLORIDA 33467

ARTICLE VII. DIRECTORS

THIS CORPORATION SHALL HAVE FOUR DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE SHAREHOLDERS, BUT SHALL NEVER HAVE LESS THAN ONE DIRECTOR.

ARTICLE VIII. INITIAL DIRECTORS

THE NAMES AND ADDRESSES OF THE FIRST MEMBERS OF THE BOARD OF DIRECTORS ARE:

NAME:	ADDRESS:
DENNIS P. FLYNN	7590 LAUDEN DRIVE, LAKE WORTH, FL 33467
SCOTT OLINSKY	3391 N. 40 STREET, HOLLYWOOD, FL 33021
ROBERT BRENT	615 NE 8 STREET, HALLANDALE, FL 33009
BERNICE J. ISRAEL	5701 CROSSGATE, W. BLOOMFIELD, MI 48322

ARTICLE IX. INCORPORATORS

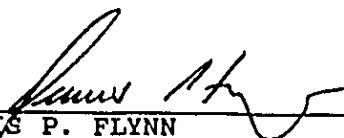
THE NAMES AND ADDRESSES OF THE INCORPORATORS OF THESE ARTICLES OF INCORPORATION ARE:

NAME:	ADDRESS:
DENNIS P. FLYNN	7590 LAUDEN DRIVE, LAKE WORTH, FL 33467
SCOTT OLINSKY	3391 N. 40 STREET, HOLLYWOOD, FL 33021
ROBERT BRENT	615 NE 8 STREET, HALLANDALE, FL 33009
BERNICE J. ISRAEL	5701 CROSSGATE, W. BLOOMFIELD, MI 48322

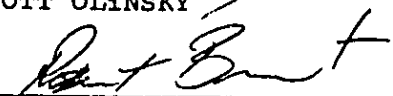
ARTICLE X. AMENDMENT

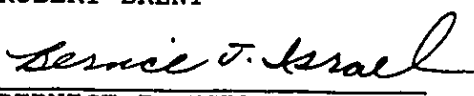
THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED TO THEM BY THE SHAREHOLDERS, AND APPROVED BY THE SHAREHOLDERS AT A STOCKHOLDERS' MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

IN WITNESS WHEREOF, WE HAVE MADE AND SUBSCRIBED THESE
ARTICLES OF INCORPORATION THIS 19 DAY OF NOV 1995.


DENNIS P. FLYNN


SCOTT OLINSKY


ROBERT BRENT



BERNICE J. ISRAEL

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY
PUBLIC DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO
TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED DENNIS P. FLYNN, TO
ME KNOWN TO BE THE PERSONS DESCRIBED AS INCORPORATORS IN AND WHO
EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, ACKNOWLEDGED
BEFORE ME THAT THEY SUBSCRIBED TO THESE ARTICLES OF
INCORPORATION.

WITNESS MY HAND AND SEAL IN THE COUNTY AND STATE NAMED ABOVE
THIS 19 DAY OF June 1995.

MY COMMISSION EXPIRES:

 CONNIE J. ALVARADO
COUNTY OF PALM BEACH, FLORIDA
COMMISSION NO. CC 419724
EXPIRES JUN 3, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.


NOTARY PUBLIC

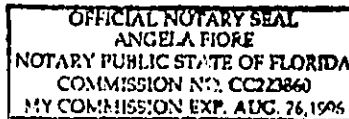
STATE OF FLORIDA
COUNTY OF _____

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED SCOTT OLINSKY AND ROBERT BRENT, TO ME KNOWN TO BE THE PERSONS DESCRIBED AS INCORPORATORS IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED TO THESE ARTICLES OF INCORPORATION.

WITNESS MY HAND AND SEAL IN THE COUNTY AND STATE NAMED ABOVE
THIS 19th DAY OF June 1995.

MY COMMISSION EXPIRES:

Angela Fiore
NOTARY PUBLIC



FILED
1995 JUL 10 PM 6 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED BERNICE J. ISRAEL, TO ME KNOWN TO BE THE PERSONS DESCRIBED AS INCORPORATORS IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED TO THESE ARTICLES OF INCORPORATION.

WITNESS MY HAND AND SEAL IN THE COUNTY AND STATE NAMED ABOVE
THIS 19th DAY OF June 1995.

MY COMMISSION EXPIRES:

Angela Fiore
NOTARY PUBLIC

