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GEORGE F. DONESTEVEZ  
8580 S.W. 28TH STREET  
MIAMI, FLORIDA 33155  
HOME: (305)227-6114  
PAGER: (305)955-1217

July 26, 1995

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Fl 32399

8000001548588  
-07/28/95--01052--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: ABSOLUTE MANAGEMENT SERVICES, INC.

Dear Sir/Madam:

Enclosed herewith is the Articles of Incorporation of ABSOLUTE MANAGEMENT SERVICES, INC., and a check in the amount of \$70.50 representing filing fees.

I would appreciate the process of this charter as prompt as possible and if for any reason, the charters cannot be issued for the proposed corporation, please contact the undersigned.

Very truly yours,

George F. Donestevéz

LMHW/ig  
Enc.

NOT  
7-24-95

FILED  
95 JUL 28 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ABSOLUTE MANAGEMENT SERVICES, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

ABSOLUTE MANAGEMENT SERVICES, INC.

The permanent and mailing address of the corporation shall be:

8580 S.W. 28th Street  
Miami, Florida 33155

ARTICLE II.

NATURE OF CORPORATE BUSINESS

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

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1000) Shares of Stock. The Shares of Stock authorized shall be common stock having a par value of one (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

George F. Donestevéz  
8580 S.W. 28th Street  
Miami, Florida 33155

ARTICLE V.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

The name and post office address of the initial member(s) of the initial Board of Directors is/are:

<u>Name</u>	<u>Address</u>
George F. Donestevez.	8580 S.W. 28th Street Miami, FL 33155

The members of the first Board of Directors shall hold office until the first annual meeting of Stockholders of the Corporation.

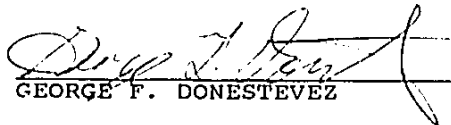
ARTICLE VII.

INCORPORATOR

The name and post office address of the Incorporator(s) executing these Articles of Incorporation is/are as follows:

<u>NAME</u>	<u>ADDRESS</u>
George F. Donestevez	8580 S.W. 28th Street Miami, Florida 33134

The undersigned Incorporator(s), for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

  
GEORGE F. DONESTEVZ

STATE OF FLORIDA ]

COUNTY OF DADE ] SS.:

The foregoing instrument was acknowledged by me this 24 day of July, 1995, by George F. Donestevez who is personally known to me or who has produced a \_\_\_\_\_ as identification and who did take an oath.



My Commission Expires:

  
NOTARY PUBLIC

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

  
GEORGE F. DONESTEVZ

55 JUL 28 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED