

1201 HAYS STREET

84-34-8086

1700 W. WASHINGTON ST. FL 10

90001-2-0171

90001-2-0001 FL



ACCOUNT NO. : 0721000000032

REFERENCE : 657927 22088

AUTHORIZATION :

Patricia Pytk

COST LIMIT : \$ 122.50

ORDER DATE : August 10, 1995

ORDER TIME : 2:30 PM

ORDER NO. : 657927

CUSTOMER NO: 22088

700001558987

CUSTOMER: Judy Diamond, Legal Assistant
MCDERMOTT WILL & EMERY

22nd Floor
201 South Biscayne Boulevard
Miami, FL 33131-4335

DOMESTIC FILING

NAME: REGULATORY SERVICES, CORP.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS:

T. BROWN

AUG 14 1995

FILED
95 AUG 14 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
REGULATORY SERVICES, CORP.

FILED
95 AUG 14 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

REGULATORY SERVICES, CORP.

The address of the principal office of this corporation shall be C/O Freedom Communications, 33 Southeast 7th Street, Suite C, Boca Raton, Florida 33432, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

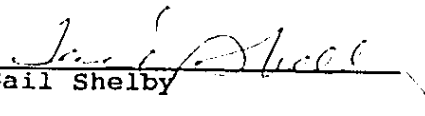
ARTICLE VI. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 11, 1995.

CORPORATION SERVICE COMPANY

By: 
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED
95 AUG 14 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: _____

Its Agent, Gail Shelby

MIN/mjp

1201 HAYN STREET
TALLAHASSEE, FL 32301
904 222-0070
904 222-0131 FAX

800-142-8086

CSC networks
PRINTED MAIL
LEGAL & FINANCIAL SERVICES

P95000062403

ACCOUNT NO. : 0721000000032

REFERENCE 668348 22088

AUTHORIZATION *Patricia Pysich*

COST LIMIT : 35.00

ORDER DATE : August 24, 1995

ORDER TIME : 10:32 AM

ORDER NO. : 668348

CUSTOMER NO: 22088

CUSTOMER: Judy Diamond, Legal Assistant
Mcdermott Will & Emery
22nd Floor
201 South Biscayne Boulevard
Miami, FL 33131-4335

FILED
55 AUG 24 PM 2:40
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: REGULATORY SERVICES, CORP.

RECEIVED
55 AUG 24 PM 1:06

XXX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

8724
gong
Name
Change

ARTICLES OF AMENDMENT TO ARTICLES
OF INCORPORATION OF
REGULATORY SERVICES, CORP.

55 AUG 24 PM 2:40
SECRET
FALLS CHURCH, VA

ITEM 1 - Article I of the articles of incorporation (the "Articles of Incorporation") of REGULATORY SERVICES, CORP., a Florida (the "Corporation"), is hereby amended by striking out and deleting the text of Article I in its entirety and by inserting a new sentence, in its place, which shall read as follows:


ARTICLE I. NAME

The name of this corporation is NATIONAL
REGULATORY SERVICES CORPORATION (the
"Corporation").

ITEM 2 - Except as above amended, all other sentences, provisions and articles of the Articles of Incorporation shall remain unchanged.

ITEM 3 - The foregoing amendment to the Articles of Incorporation was adopted at a by joint written consent by the stockholders and sole directors of the Corporation dated August 21, 1995.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Amendment on this 21st day of August, 1995.


LARRY M. LEVINE President

P95000062403

NATIONAL REGULATORY SERVICES CORPORATION
4701 North Federal Highway
Suite 407, Box 7 A
Lighthouse Point, Florida 33064
(954) 941-7592

FILED
SEP-3 AM 9:25
TALLAHASSEE, FLORIDA

August 29, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

SEP 10 1996
TALLAHASSEE, FLORIDA
*****35.00 *****35.00

Re: NATIONAL REGULATORY SERVICES CORPORATION
Document No. P95000062403

Dear Sirs:

Enclosed please find an original Amendment to Articles of Incorporation for filing in connection with the above-referenced corporation. I also enclose my check in the sum of \$35.00 payable to the Secretary of State representing the fee necessary for the filing of same.

Upon the filing of the enclosed Amendment to Articles of Incorporation, kindly forward a filed copy to the undersigned. I have enclosed a copy and a stamped, self-addressed envelope for your convenience in this regard.

Thank you for your cooperation in this matter.

Very truly yours,

NATIONAL REGULATORY
SERVICES CORPORATION

Michael Koslen

Michael Koslen

N/c

VS SEP 10 1996

mk/mk
Enclosures


AMENDMENT TO ARTICLES OF INCORPORATION
OF
NATIONAL REGULATORY SERVICES CORPORATION

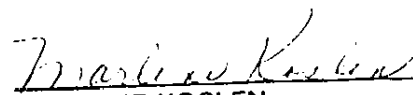
FILED
96 SEP -3 AM 9:25
TALLAHASSEE, FLORIDA

The undersigned, as all of the directors and all of the shareholders of National Regulatory Services Corporation, a Florida corporation, Document No. P95000062403, pursuant to Florida Statutes, Section 607.1003, hereby adopt the following Amendment to the Articles of Incorporation of National Regulatory Services Corporation.

1. Article I is amended by changing the name of this corporation from National Regulatory Services Corporation to "**American Regulatory Services Corp.**"

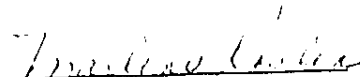
Adopted by the undersigned directors and shareholders this 29th day of August, 1996.



MICHAEL KOSLEN,
Director and Shareholder


MARLENE KOSLEN,
Director and Shareholder

The undersigned officers of the corporation hereby approve and acknowledge the Amendment to Articles of Incorporation of National Regulatory Services Corporation

DATED the 29th day of August, 1996.


MARLENE KOSLEN,
President



VIRGINIA ABREU,
Secretary

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 29th day of August, 1996, by MARLENE KOSLEN, as President, and VIRGINIA ABREU, as Secretary, of National Regulatory Services Corporation respectively, who are personally known to me and who did not take an oath.

My Commission Expires:


Notary Public



Carol M. Otto
MY COMMISSION # CCS23480 EXPIRES
January 8, 2000
BONDED THRU TROY FARM INSURANCE, INC.