FTS FLORIDA HOLDINGS, Inc.

2049 Grand Boulevard, Holiday, Florida 34690. (813) 937-4547

TRANSMITTAL LETTER

AUGUST 10, 1995

DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FLORIDA 32314 600001559416 -08/14/95--01031--003 *****70.00 *****70.00

SUBJECT: AMERICA'S BUSINESS MANAGEMENT CO.

OUR FIRM IS ENCLOSING TWO ORIGINALS OF THE ARTICLES OF INCORPORATION FOR THE ABOVE CORPORATION AND A CHECK IN THE AMOUNT OF \$70.00.

WE ARE REQUESTING ZERO CERTIFIED COPY(TES) OF THE ARTICLES OF INCORPORATION.

PLEASE RETURN ARTICLIES OF INCORPORATION TO: MR. SCHMIDT, P.O. BOX 3347, HOLIDAY, FLORIDA 34690. THANK YOU.

SINCERELY.

L. Paul Schmidt Managing Partner P.O. Box 3347 Holiday, FL 34690-0347 (813) 937-1414

ENCLOSURES:

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FLORIDA DEPARTMENT C. ATE

August 15, 1995

Sandra B. Mortham Secretary of State

L. PAUL SCHMIDT P O BOX 3347 HOLIDAY, FL 34690-0347

SUBJECT: AMERICA'S BUSINESS MANAGEMENT CO.

Ref. Number: W95000016432

We have received your document for AMERICA'S BUSINESS MANAGEMENT CO. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall Document Specialist

Letter Number: 895A00038260

ARTICLES OF INCORPORATION

95 MIRES 11 01

OF

AMERICA'S BUSINESS MANAGEMENT CO.

ARTICLE I NAME

The name of the corporation shall be: AMERICA'S BUSINESS MANAGEMENT CO.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2047 Grand Boulevard, Holiday, Florida 34690.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of the NO PAR VALUE.

ARTICLE IV PURPOSE

This corporation shall have the power and authority to forward the purposes and accomplish the objectives hereinafter set forth and to do and perform the same as completely and fully as any natural person is authorized to do under the laws of the State of Florida and in any part of the world:

(a) The business shall be providing services to the public and businesses.

- (b) To own, buy, purchase, exchange, hire, lease, mortgage, or other wise acquire real estate and property, either improved, or any interest or right therein, and to own, hold control, maintain, manage and develop the same in any state of the United States.
- (c) The corporation shall have the lawful right to transact any and all other lawful business.

ARTICLE V BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Stockholders.

ARTICLE VI SPECIAL PROVISIONS

It is the intent of the incorporators that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as Subchapter "S" corporation.

ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2047 Grand Boulevard, Holiday, Florida, 34690, and the name of the registered agent of this corporation is Lawrence Schmidt.

ARTICLE VIII INITIAL DIRECTOR(S)

The following person(s) will be the initial directors of the corporation, until stock is issued to the

Shareholders at which time the Shareholders may elect new directors if they so wish.

Lawrence Schmidt 2047 Grand Boulevard Holiday, Florida 34690

Joseph A. Janezic 2047 Grand Boulevard Holiday, Florida 34690

ARTICLE IX INITIAL OFFICER(S)

The following person(s) will be initial Officers of the corporation until the first annual meeting of the Shareholder's and Board of Directors

Lawrence Schmidt Title - President/Secretary

Joseph A. Janezic Title - Vice-President/Treasure

ARTICLE X INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Lawrence Schmidt, 2047 Grand Boulevard, Holiday, Florida 34690. Only the Incorporator will be allowed to issue the initial stock offering and sale thereof.

The undersigned has executed these Articles of Incorporation this 24th day, of August, 1995.

Incorporator

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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 office/registered agent, in the State of Florida.

1. The name of the Corporation is:

AMERICA'S BUSINESS MANAGEMENT CO.

2. The name and address of the registered agent and office is:

Lawrence Schmidt 2047 Grand Boulevard Holiday, Florida 34690

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 the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the offigations of my position as registered agent.

Lawrence Schmidt 24th, August, 1995 D66

FTS FLORIDA HOLDINGS, Inc.

2019 Cirand Boulevard Holiday Florida 34690 18131 937-4547

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SINCERFLY.

L. Paul Schmidt Managing Partner P.O. Box 3347 Holiday, FL 34690-0347 (813) 937-1414

ENCLOSURES:

MC 30 1895



FLORIDA DEPARTMENT OF STATE

August 15, 1995

Sandra B. Mortham Secretary of State

L. PAUL SCHMIDT P O BOX 3347 HOLIDAY, FL 34690-0347

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Ref. Number: W95000016432

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1004 US F Holiday, F	l Business Services Highway 19, Sulte 202 L 34691 & Address Correction Requested	
City/State/Zi	p Phone #	Office Use Only
2. (Corpor 4. (Corpor	ation Name) (I	Occument #) Document #) Document #) ASS 97
Mail out NEW FILINGS Profit NonProfit Limited Liability Domestication Other	Will wait Photocopy AMENDMENTS Amendment Resignation of R.A., Officer/ Di Change of Registered Agent Dissolution/Withdrawal Merger	D IN ID 27 FLORIDA
OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	

Examiner's Initials

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following
articles of dissolution.
FIRST: The name of the corporation is: America's Possings. Management Co.
SECOND: The articles of incorporation were filed on: 7 P950000 66932 8/29/95 THIRD: (CHECK ONE)
None of the corporation's shares have been issued. The corporation has not commenced business.
FOURTH: No debt of the corporation remains unpaid. FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued. SIXTH: Adoption of Dissolution (CHECK ONE) A majority of the incorporators authorized the dissolution.
A majority of the directors authorized the dissolution. Signed this
Signature (By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.) (Typed or printed name) (Typed or printed name)