

600 HAYS STREET  
TALLAHASSEE, FL 32309  
904 222 9070  
01 22 09 1995

800 342 8086

# F95000067165

**CSC networks**  
PRESIDENTIAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000032  
REFERENCE : 751011 4656A  
AUTHORIZATION : *Valencia Pyzato*  
COST LIMIT : 9 87.50

ORDER DATE : December 1, 1995

ORDER TIME : 10:52 AM

ORDER NO. : 751011

CUSTOMER NO: 4656A

CUSTOMER: Elizabeth Galvin, Legal Asst  
Greenberg Traurig Hoffman  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC AMENDMENT FILING

NAME: 1-9-900-NEIN CORP.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
55 DEC - 1 PM 1:41

ARTICLES OF AMENDMENT  
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

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*John*  
*Name*  
*Change*  
*C.C.*

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 Edward C. Altman  
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 Lubana Amara  
 Daniel H. Anderson  
 David C. Anderson  
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 Bruce H. Gibbs Klein  
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 Lawrence Gudzitsky  
 Joel K. Goldman  
 Steven F. Goldman  
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 Steven S. Goodman  
 Matthew H. Gordon  
 Dianne Greenberg  
 Robert J. Grossman  
 Barbara A. Hall  
 Dore A. Harper  
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 Steven M. Hellman  
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Kenneth C. Hiltner  
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 Steven M. Katzman  
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 Ethan H. Schocker  
 Mark P. Schnapp  
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 Kelly White  
 William S. Wilson  
 Joseph A. Wisch  
 Timothy D. Wolfe  
 Linda G. Worton  
 Arthur C. Young  
 Julie A. Zahmsen  
 Robert A. Zinn

**Of Counsel**

Arnold J. Hoffman  
 Patricia Menendez Gamba  
 Ambler H. Moss, Jr.  
 Patrick T. O'Brien  
 Allan Salovey  
 Paul E. Shapiro  
 H. Allan Shore  
 Marc M. Watson  
 Julie A. S. Williamson

Melvin N. Greenberg  
 (1928-1994)

Elizabeth C. Galvin, L.A.  
 105-789-5449

November 30, 1995

Florida Division of Corporations  
**AMENDMENTS & MERGERS SECTION**  
 P. O. Box 6327  
 Tallahassee, FL 32314

RE: 1-9-900-NEIN CORP.

Enclosed herewith are three (3) duly executed originals of ARTICLES OF AMENDMENT to Articles of Incorporation for the captioned corporation. Also enclosed is a check in the amount of \$ 87.50 to cover the cost of the filing and one certified copy. Please stamp the third copy and return both to me.

Thank you for your assistance.

Very truly yours,

RECORDED  
11/17/95

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
1-9-900-NEIN CORP.**

Pursuant to the provisions of §607.1006 of the Florida Business Corporation Act (1993), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is 1-9-900-NEIN CORP. (the "Corporation"), under **CHARTER #P95000067165**, filed on August 30, 1995.

2. The following amendment of the Articles of Incorporation was adopted by all of the Shareholders (the number of votes cast being sufficient for approval) and all of the Directors of the Corporation on the 15th day of November, 1995, in the manner prescribed by §607.1003 of the Florida Business Corporation Act:

**RESOLVED**, that Article 1 of the Articles of Incorporation be, and it hereby is amended to read as follows:

**"ARTICLE 1**

The name of the Corporation shall be: **TRANSPORTATION REVENUE RECOVERY CORP.**"

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

4. This Amendment made to the Articles of Incorporation was duly adopted by written consent executed by all of the Shareholders and all of the Directors of the Corporation as of November 15, 1995, pursuant to the Florida Business Corporation Act (1995).

**1-9-900-NEIN CORP.**, a Florida corporation

BY: \_\_\_\_\_

  
DENNIS NEIN, President

**SPECIAL CORPORATE ACTION**

**BY ALL OF THE SHAREHOLDERS AND ALL OF THE DIRECTORS OF  
1-9-900-NEIN CORP.**

The undersigned, being all of the Shareholders and all of the Directors of 1-9-900-NEIN CORP. (the "Corporation"), organized and existing under the laws of the State of Florida, do hereby agree that when the undersigned have executed this consent, the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as if adopted at a formal meeting of the Board of Directors of the Corporation, duly called and held for the purpose of acting upon proposals to adopt such resolutions.

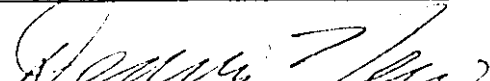
The undersigned hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given. The following resolutions are hereby adopted as of the 15th day of November, 1995

**RESOLVED**, that the Corporation's Articles of Incorporation shall be amended as reflected in the Articles of Amendment to the Articles of Incorporation, a copy of which is attached hereto and made a part hereof; and it is


**FURTHER RESOLVED**, that the President of the Corporation is hereby authorized and directed to execute the Articles of Amendment to the Articles of Incorporation and to file same with the Secretary of State of the State of Florida.

**IN WITNESS WHEREOF**, the undersigned being all of the Shareholders and all of the Directors have executed the foregoing Consent to Corporate Action for the purposes herein expressed this 28th day of November, 1995.

**SHAREHOLDERS & DIRECTORS:**

  
\_\_\_\_\_

DENNIS NEIN

  
\_\_\_\_\_

DIANE PACE-NEIN

P95000067165

100 HAYS STREET  
TALLAHASSEE, FL 32302  
904-222-0171  
904-222-0171 FAX

80 2-0 80



PRESTIDIAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 671623 4656A

AUTHORIZATION : Patricia Pizjito

COST LIMIT : 9 122.50

ORDER DATE : August 30, 1995

ORDER TIME : 10:14 AM

LIBRARY USE ONLY

ORDER NO. : 671623

CUSTOMER NO: 4656A

CUSTOMER: Elizabeth Galvin, Legal Asst  
GREENBERG TRAUIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC FILING

NAME: 1-9-900-HEIN CORP.

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

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LIBRARY USE ONLY

SAB  
8/30/95

**ARTICLES OF INCORPORATION  
OF**

**1-9-900-NEIN CORP.**

**ARTICLE I**

The name of the corporation is 1-9-900-NEIN CORP., (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 10916 S. W. 70th Terrace, Miami, FL 33173.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<b><u>Number of Shares Authorized</u></b>	<b><u>Par Value Per Share</u></b>	<b><u>Class of Stock</u></b>
1,000	\$ 0.01	Common

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is **Corporation Service Company**.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

**ARTICLE VII**

The name of the Incorporator is Steven E. Goldman, and the address of the Incorporator is 1221 Brickell Avenue, Miami, FL 33131.

**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

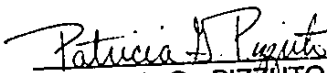
**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 24th day of August, 1995.

  
\_\_\_\_\_  
STEVEN E. GOLDMAN, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of 1-9-900-NEIN CORP. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY, Registered Agent

BY:   
\_\_\_\_\_  
PATRICIA G. PIZZUTO, Agent for Registered Agent

Dated: August 20, 1995.