



Information  
Management  
Resources

P96000006330

Andrew R. Etkind  
Vice President-General Counsel

January 16, 1996

Via Airborne Courier

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

3000001691173  
-01/17/96--01105--007  
\*\*\*\*122.50 \*\*\*\*122.50

Re: **IMR Management, Inc.**

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent. Also enclosed is a check for \$122.50.

Please return a certified copy of the Articles of Incorporation to:

Andrew R. Etkind  
Vice President-General Counsel  
Information Management Resources, Inc.  
26750 U.S. Highway 19 North  
Suite 500  
Clearwater, FL 34621

Please call me at (813) 797-7080 if you have any questions.

Very truly yours,

Andrew R. Etkind  
Vice President-General Counsel

Information Management Resources, Inc.  
26750 U.S. Highway 19 North  
Suite 500  
Clearwater, Florida  
34621

Tel.: (813) 797-7080  
Fax: (813) 791-8152

FILED  
96 JAN 17 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

GB 1/22/96

**ARTICLES OF INCORPORATION  
OF  
IMR MANAGEMENT, INC.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I                      NAME**

The name of the corporation shall be:

IMR Management, Inc.

**ARTICLE II                      PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be:

26750 U.S. Highway 19 North, Suite 500  
Clearwater, Florida 34621

**ARTICLE III                      SHARES**

- (a) The corporation is authorized to issue 1,000 shares of common stock having a par value of \$0.10 per share. Each of such shares shall entitle the holder to one vote at any meeting of the shareholders.
- (b) In the election of directors of the corporation, there shall be no cumulative voting.

**ARTICLE IV                      PURPOSE**

The purpose of the corporation is to engage in any or all lawful business for which corporations may be incorporated in the State of Florida.

**ARTICLE V                      INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Michael Dean  
26750 U.S. Highway 19 North, Suite 500  
Clearwater, Florida 34621

**ARTICLE VI                      INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors shall be one and the name and address of the person who is to serve as the initial director is as follows:

Name:

Address:

Satish K. Sanan

1812 Woodcreek Drive N.  
Safety Harbor, Florida 34695

**ARTICLE VII INCORPORATOR**

The name and address of the incorporator of this corporation is:

Name:

Address:

Michael Dean

26750 U.S. Highway 19 North, Suite 500  
Clearwater, Florida 34621

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15 day of January, 1996.



Michael Dean

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

96 JAN 17 AM 11:09

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: IMR Management, Inc.
2. The name and address of the registered agent and office is

Michael Dean  
26750 U.S. Highway 19 North, Suite 500  
Clearwater, Florida 34621

*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 obligations of my position as registered agent.*

  
Michael Dean

January 15, 1996