AMERILAWYER® (Requestor's Name)
343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

96 MAR -1 PH 12: 30

SECRETADO DE STATE TALLAHASSEE, FLORIDA

900001729219 -03/01/96--01022--018 ****490.00 *****70.00

OFFICE USE ONLY

CORPORATION NAME(s) & DOCUMENT NUMBER(s) (if known): ENTERPRISE SOURCE, INC.

(Corporation Name)	(Document #)	
(Corporation Name)	(Document #)	
(Corporation Name)	(Dogument #)	
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Walk in Pick up time	Certified Copy	
Mail out Will wait Photocopy	Certificate of Status	

	NEW FILINGS	AMENDMENTS		
7	Profit	Amendment		
	NonProfit	Resignation of R.A., Officer/Director		
	Limited Liability	Change of Registered Agent		
	Domestication	Dissolution/Withdrawal		
	Other	Merger		

OTHER FILINGS			
Α	nnual Report		
F	ictitious Name		
N	ame Reservation		

5 5 2.	REGISTRATION/ QUALIFICATION
	Foreign ·
	Limited Partnership
	Reinstatement
	Trademark
	Other

LIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION

FILED

OF

96 MAR -1 PM 12: 30 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ENTERPRISE SOURCE, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is ENTERPRISE SOURCE, INC., (hardinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

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

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 5121 North St. Vincent Street, Temps, Florida 33614 and the mailing address is the same.

ARTICLE 4 - INCOMPORATOR

The name and atreat address of the incorporator of this Corporation is:

Eisie Sanchez 343 Almeria Avenue Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:

Eric A. Marchand

Vice-President: Secretary: Luis F. Pons Martha C. Marchand

Treasurer:

Issias G. Pons

whose addresses shall be the same as the principal office of the Corporation.



ARTICLE 6 - DIRECTORISI

The Director(s) of the Corporation shall be:

Erio A, Marchano Martha C. Marchand Issias G. Pons Luis F. Pons

whose addresses shall be the serne as the principal office of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).
- 7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



- 8.1 The charcholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.
- 8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 10 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

<u>ARTICLE 11 - TERM OF EXISTENCE</u>

This Corporation shall have perpetual existence.



ARTICLE 12 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is AmeriLawyer[®] Chartered, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is AmeriLawyer[®] Chartered, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 14 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 15 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 16 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of incorporation under the laws of the State of Florida, this 2.5 February 1996.

Elale Sanchoz, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

AmeriLawyer® Chartered, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

AmeriLawyer® Chartered

AN STATE OF STATE OF

Lawrence J. Spiegel, President

ARTESING SUB

P960000 19148

AMERILAWYER®

(Requestor's Name)
343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip) (Phone #)

	ME(s) & DOCUMENT NU SOURCE, INC.	JMBER(S) (if known):	
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(Corpor	(Corporation Name)		
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	ation Name)	(Document #) (Document #)	
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Mail out	Will wait Photocopy	Certificate of Sta	
NEW FILINGS	AMENDMENTS		SSE TO
Profit	Amendment		
NonProfit	Resignation of R.A., Off	icer/Director	PH 4: 04 EFFLORIDA
Limited Liability	Change of Registered A	gent	
Domestication	Dissolution/Withdrawal		•
Other	Merger		1/12
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	1/12 Corrected per maria	Amor
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	Reinstatement		
	Trademark		

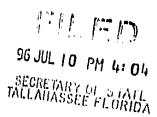
Other

CR2E031(10/92)

Examiner's Initials

ARTICLES OF AMENDMENT

TO



ARTICLES OF INCORPORATION

OF

ENTERPRISE SOURCE, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Eric A. Marchand

Vice-President:

Luis F. Pons

Secretary:

Martha C. Marchand

Treasurer:

Isaias G. Pons

whose addresses shall be the same as the principal address of the Corporation.

SECOND:

Article 5 shall be amended to state:

President:

Eric A. Marchand

Vice-President:

Steve Wright

Secretary:

Martha C. Marchand

Treasurer:

Dianne Worthen

whose addresses shall be the same as the principal address of the

Corporation.

THIRD:

Article 6 of the Articles of Incorporation states Director(s) as:

Eric A. Marchand Martha C. Marchand Isaias G. Pons Luis F. Pons

FOURTH: Article 6 shall be changed to state Director(s) as:



Eric A. Marchand Stove Wright Martha C. Marchand Dianne Worthen

whose addresses shall be the same as the principal address of the Corporation.

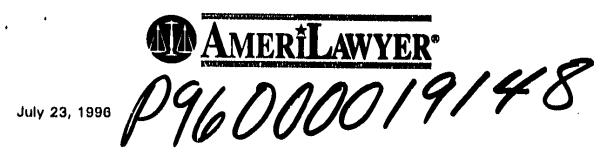
FIFTH: The date of the adoption of this amendment is the 8 July 1998.

SIXTH: The amendment v. as adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 8 July 1996.

Eric A. Marchand, Chairman



Secretary of State
Divisions of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: ENTERPRISE SOURCE, INC.

Dear Sir/Mam:

Please let this letter serve as authorization to change the following relating to the above captioned corporation.

Current Spelling of Name of:

Correct Spelling of Name of:

Dianne Worthen

Diann Worthen

Thank you for your attention to this matter. Should you have any questions, please contact the undersigned.

Sincerely,

Jim Clark

Film Only

cc: ENTERPRISE SOURCE, INC.

FULL JUL 3 () 1096

Enterprise Source Inc. 5121 N. ST. Vircet ST. TAMPA EL 33614 5DCDO1980475--1 -10/18/96--01097--012 *****35.00 *****35.00 City/State/Zip Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) □ Walk in Pick up time _ Certified Copy Will wait Photocopy Mail out Certificate of Status NEW FILINGS AMENDMENTS TO Profit Amendment NonProfit Resignation of R.A., Officer/Director **Limited Liability** Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership mend Name Reservation Reinstatement Trademark OCT 2 2 1996

Examiner's Initials

Other

ARTICLES OF AMENDMENT

FILED 96 OCT 18 PH 2:33 SECHEBARY OF STATE TALLAHASSEE FLORIDA

TO

ARTICLES OF INCORPORATION

OF

ENTERPRISE SOURCE, INC.

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Vice-President: Secretary:

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Treasurer: Dianne Worthen

whose addresses shall be the same as the principal address of the Corporation.

SECOND:

Article 5 shall be amended to state:

President: Secretary:

Eric A. Marchand Martha C. Marchand

whose addresses shall be the same as the principal address of the

Corporation.

THIRD:

Article 6 of the Articles of Incorporation states Director(s) as:

Eric A. Marchand Steve Wright Martha C. Marchand Dianne Worthen

whose addresses shall be the same as the principal address of the Corporation.



FOURTH: Article 6 shall be changed to state Director(s) as:

Eric A. Marchand Martha C. Marchand

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 15 August 1996.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filling with the Secretary of State of Florida.

Signed this 15 August 1996.

Eric A. Marchand, Chairman of the Board of

Directors

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