

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
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*6000019641*

ACCOUNT ID : 0721000000032

REFERENCE : 866986 4320025

AUTHORIZATION :

*Patricia Pizato*

COST LIMIT : \$ 20.00

ORDER DATE : March 1, 1996

ORDER TIME : 2:58 PM

ORDER NO. : 866986

600001730196

CUSTOMER NO: 4320025

CUSTOMER: Ms. Lourdes C. Cambo  
PACKMAN, NEUWAL & ROSENBERG

1500 San Remo Avenue  
Suite 125  
Coral Gables, FL 33146

DOMESTIC FILING

NAME: JCS OF NORTH AMERICA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

T. BROWN

MAR - 4 1996

FILED  
RECEIVED  
96 MAR - 1 PM 1:13  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

FILED  
96 MAR -1 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ICS OF NORTH AMERICA, INC.

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:

ICS OF NORTH AMERICA, INC.

The address of the principal office of this corporation shall be 888 Brickell Avenue, Suite 202, Miami, Florida 33131 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 10,000 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 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146, and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 1 Director, initially. The name and address of the initial member of the Board of Directors are:

Luis J. Vicentini  
Dir.

888 Brickell Avenue, Suite 202  
Miami, Florida 33131

ARTICLE VII. 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 March 1, 1996.

CORPORATION SERVICE COMPANY

By:

Laura R. Dunlap  
Its Agent, Laura R. Dunlap

LEL/vlp

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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: ICS of North America, Inc.

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

Atrium Registered Agents, Inc.  
(Name)

1500 San Remo Avenue, Suite 125

(P.O. Box or Mail Drop Box **NOT** acceptable)

Coral Gables, FL 33146

(City/State/Zip)

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 per-  
formance of my duties, and I am familiar with and accept the obligations of my posi-  
tion as registered agent.

ATRIUM REGISTERED AGENTS, INC.

By: Robert A. Stamen  
(Signature)

(Date)

ROBERT A. STAMEN, Vice President

FILED  
MAR - 1 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA