

PG#000020725

Florida Incorporators, Inc.

Mark B. Hankins
President
15 Dkonia Avenue, Suite 2
Coral Gables, Florida 33134-3440

Telephone (305) 444-9508
Fax (305) 444-9508
<http://www.allworld.com/fil>
fil@allworld.com

February 23, 1996
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: SOUTH FLORIDA CONSULTING, INC.

Dear Corporate Specialist:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, and \$70.00 representing the filing fee and registered agent fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,
Florida Incorporators, Inc.



Mark Hankins
President

400001731114
-03/04/96--01089--017
*****70.00 *****70.00

96 MAR -4 PM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

3-7-96

ARTICLES OF INCORPORATION

OF

SOUTH FLORIDA CONSULTING, INC.

FILED
MAR - 4 1962
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is SOUTH FLORIDA CONSULTING, INC.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor(s) are elected and qualified is:

DAVID H. BROWN
2414 North 26th Avenue
Hollywood, Florida 33020-1919

SEVENTH: The name and address of the incorporator is:

MARK HANKINS
15 Sidonia Avenue, Suite 2
Coral Gables, Florida 33134-3449

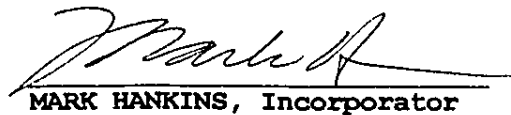
EIGHTH: The name and address of the initial registered agent and the initial registered office is:

FLORIDA INCORPORATORS, INC.
15 Sidonia Avenue, Suite 2
Coral Gables, Florida 33134-3449

NINTH: The principal office of the corporation is:

SOUTH FLORIDA CONSULTING, INC.
2414 North 26th Avenue
Hollywood, Florida 33020-1919

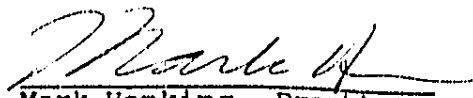
DATED: February 23, 1996


MARK HANKINS, Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.

FLORIDA INCORPORATORS, INC.
Incorporator and Initial
Registered Agent


Mark Hankins, President

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~P96000020725~~

LAW OFFICES OF
RONALD L. DAVIS, P.A.
BRYLAKE STATE BANK BUILDING, SUITE 407
1950 N.E. MIAMI GARDENS DRIVE
NORTH MIAMI BEACH, FLORIDA 33120

OFFICE USE ONLY

100002323731-- 5
-09/02/97--01030--003
*****122.50 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☒	Amendment <i>NC</i>
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

~~97 SEP -2 1997
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA~~

Examiner's Initials _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 20, 1997

Andrew Cove, Esquire
3801 Hollywood Blvd., Suite 100
Hollywood, FL 33021

SUBJECT: SOUTH FLORIDA CONSULTING GROUP, INC.
Ref. Number: P96000036926

We have received your document for **SOUTH FLORIDA CONSULTING GROUP, INC.** . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Per our recent phone conversation, enclosed is the amendment filed in error on 9/2/97 for **SOUTH FLORIDA CONSULTING, INC.**, #P96000020725, changing its name to **MASTER VENDING CORPORATION**. It is my understanding that this name change will not be filed under the correct name of **SOUTH FLORIDA CONSULTING GROUP, INC.** as this corporation was administratively dissolved on 9/26/97.

A refund for \$35 will be issued to Ronald L. Davis, P.A.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 597A00051035

South Florida Consulting Group, Inc. #P96000036926 was to change its name to Master Vending Corporation and Master Vending Corporation #P97000071028 was to change its name to South Florida Consulting Group, Inc.

Instead, in error, the client submitted amendments filed 9/2/97 for South Florida Consulting, Inc., #P96000020725 changing its name to Master Vending Corporation and for Master Vending Corporation, #P97000071028 changing its name to South Florida Consulting, Inc.

This error was discovered on 10/13/97. As South Florida Consulting Group, Inc. was administratively dissolved on 9/26/97 and the client did not wish to reinstate this corp., the amendments filed 9/2/97 were voided and refunds issued.

/sp

P960000 37394

CHANGE OF PRINCIPAL OFFICE/MAILING ADDRESS

Name of corporation: Comp & Benefit Advisors, Inc.

Current Principal Office/Mailing Address:

6295-R Powers Ave
Jacksonville, FL 32217

Address to Which Principal Office/Mailing Address is to be Changed to:

535 L1 Atlantic Palm Plaza
Atlantic Beach, FL 32233

Thomas W. Tolbert

OFFICER'S/DIRECTOR'S SIGNATURE

Thomas W. Tolbert

OFFICER'S/DIRECTOR'S NAME (PLEASE PRINT)

10/26/97

DATE

RECEIVED
97 OCT 21 AM 10:37

10/27