

P9600031342

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
(904) 222-0171  
TAX

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 910552 4303929

AUTHORIZATION : *Patricia Pyjato*

COST LIMIT : \$122.50

FILED  
96 APR -8 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : April 8, 1996

ORDER TIME : 11:52 AM

ORDER NO. : 910552

500001772685

CUSTOMER NO: 4303929

CUSTOMER: Esther J. Forbes, Legal Asst  
GREENBERG TRAURIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
20th Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

RECEIVED  
96 APR -8 PM 1:25  
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: INTERNATIONAL ASSET RECOVERY  
CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:

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96 APR 10 PM 1:10  
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*Neel*  
*4/10*

**ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL ASSET RECOVERY CORP.**

**ARTICLE I**

The name of the corporation is INTERNATIONAL ASSET RECOVERY CORP. (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is: 40304 Fisher Island Drive, Fisher Island, Florida 33109.

**ARTICLE III**

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

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
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 the persons entitled to vote 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 1221 Brickell Avenue, Suite 2100, City of Miami, County of Dade, State of Florida 33131, and the name of its initial registered agent at such office is **H. Allan Shore**.

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20 APR -8 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## 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. The number of directors constituting the Initial Board of Directors are two, and the names and addresses of the members of the Initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Steven J. Green  
40304 Fisher Island Drive  
Fisher Island, Florida 33109

Jeffrey A. Safchik  
40304 Fisher Island Drive  
Fisher Island, Florida 33109

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56 APR - 8 PM 2:22  
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TALLAHASSEE, FLORIDA

## ARTICLE VII

The name of the Incorporator is Steven J. Green, 40304 Fisher Island Drive, Fisher Island, Florida 33109.

## 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 2 day of April, 1996.

  
Steven J. Green - Incorporator

## ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of INTERNATIONAL ASSET RECOVERY CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
H. Allan Shore, Registered Agent  
Dated: April, 2, 1996.



P96000031342

ACCOUNT NO. : 072100000032

REFERENCE : 353058 7128591

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 87.50

ORDER DATE : May 2, 1997

ORDER TIME : 11:15 AM

ORDER NO. : 353058-005

8000002185598--2

CUSTOMER NO: 7128591

CUSTOMER: Ms. Stephanie Rupp  
Greenstreet Partners  
Suite 2420  
701 Brickell Avenue  
Miami, FL 33131

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NAME: INTERNATIONAL ASSET RECOVERY  
CORP.

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97 MAY -5 PM 3:55  
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TALLAHASSEE, FLORIDA

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

Adam Miller  
(305) 577-4999

5116  
*Jon*  
Vol. 12155  
L.C.

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97 MAY -5 PM 12:18  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 5, 1997

CSC  
CHRISTOPHER  
TALLAHASSEE, FL

SUBJECT: INTERNATIONAL ASSET RECOVERY CORP.  
Ref. Number: P96000031342

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for INTERNATIONAL ASSET RECOVERY CORP. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Articles of Dissolution must comply with either section 607.1401 or 607.1403, Florida Statutes.

THE DOCUMENT YOU HAVE SUBMITTED DOES NOT MEET THE REQUIREMENTS OF 607.1401 OR 607.1403, FLORIDA STATUTES --- PLEASE REVIEW THE FORMS ATTACHED AND MAKE CORRECTIONS TO SATISFY THE REQUIREMENTS AS SET FORTH IN ONE OF THE ABOVE NAMED STATUTES.

There is no provision to change the registered agent within Articles of Dissolution, if you wish to make a change in the registered agent, you must submit a statement of change of registered agent to be filed prior to the Articles of Dissolution; proper forms are attached. The fee to change the registered agent is \$35.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French  
Corporate Specialist

Letter Number: 997A00023553

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97 MAY 15 PM 4: 27  
DIVISION OF CORPORATIONS

FILED

97 MAY -5 PM 3:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLES OF DISSOLUTION

*Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:*

- FIRST: The name of the corporation is:  
International Asset Recovery Corp.
- SECOND: The date dissolution was authorized: January 3, 1997
- THIRD: Adoption of Dissolution (CHECK ONE)

- X Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

The number of votes cast for dissolution was sufficient for approval by

ALL SHAREHOLDERS, DIRECTORS  
(voting group)

Signed this 3rd day of January 1997.

Signature

(By the Chairman or Vice Chairman of the Board, President, or other officer)

Jeffrey A. Safchik  
(Typed or printed name)

Vice President, Secretary, Treasurer  
(Title)