

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0193 FAX

800-342-8086



**P96000036423**

ACCOUNT NO. : 072100000032  
REFERENCE : 929772 6519A  
AUTHORIZATION :  
COST LIMIT : \$ PPD

FILED  
APR 24 PM 6:24  
TALLAHASSEE FLORIDA

ORDER DATE : April 24, 1996

ORDER TIME : 10:44 AM

ORDER NO. : 929772

CUSTOMER NO: 6519A

200001793182  
-04/24/96--01075--021  
\*\*\*122.50 \*\*\*122.50

CUSTOMER: Mr. Kevin K. Smith  
SMITH MACKINNON HARRIS GREELEY  
BOWDOIN & EDWARDS, P.A.  
P. O. Box 2254

W96-8932  
524

Orlando, FL 32802-2254

DOMESTIC FILING

NAME: AMJ GROUP, INC.

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: Jennifer Moran

EXAMINER'S INITIALS:

J/Moran  
TB



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 25, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: AMJ GROUP, INC.  
Ref. Number: W96000008932

We have received your document for AMJ GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

As per your request, this document is being returned for Registered Agent correction.

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) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 696A00019692

ARTICLES OF INCORPORATION  
OF  
AMJ GROUP, INC.

FILED  
MAY 21 1992  
11:00 AM  
STATE OF FLORIDA

The undersigned, being of legal age and desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Business Corporation Act, as amended (such Act, as amended from time to time, is hereinafter referred to as the "Act"), executes the following Articles of Incorporation.

**ARTICLE I**

Name

The name of the corporation is AMJ GROUP, INC.

**ARTICLE II**

Commencement of Corporate Existence

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall have perpetual duration unless sooner dissolved according to law.

**ARTICLE III**

Purpose and General Powers

The general purpose of this Corporation shall be the transaction of any or all lawful business for which corporations may be incorporated under the Act. This Corporation shall have all of the powers enumerated in the Act and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

**ARTICLE IV**

Capital Stock

A. Number and Class of Shares Authorized; Par Value

The aggregate number of shares which the Corporation shall have authority to issue is 10,000.00 shares of common stock having a par value of \$0.01 per share, which shall be designated "Common Stock."

B. Voting Rights

The Common Stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation.

C. No Preemptive Rights

No holder of shares of any class of the capital stock of the Corporation shall have as a matter of right any preemptive or preferential right to subscribe for, purchase, receive, or otherwise acquire any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or any bonds, debentures, notes, or other securities of the Corporation, whether or not convertible into shares of stock of the Corporation.

**ARTICLE V**

Initial Registered Office and Agent; Principal Place of Business

The initial registered office of this Corporation shall be located at the City of Tallahassee, County of Leon and State of Florida, and its address there shall be, at present, 1201 Hays Street, Suite 105, Tallahassee, Florida 32301, and the initial registered agent of the Corporation at that address shall be THE PRENTICE-HALL CORPORATION SYSTEM,<sup>LNC</sup> The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation. The principal place of business and the mailing address of the Corporation shall be: 2828 North Pine Hills Road, Orlando, Florida 32808.

**ARTICLE VI**

Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of two (2) directors. The names and street addresses of the directors of this Corporation are:

John Ferreira  
2828 North Pine Hills Road  
Orlando, Florida 32808

Angela Johnson  
2828 North Pine Hills Road  
Orlando, Florida 32808

The number of Directors of this Corporation shall be the number from time to time fixed by the Shareholders, or by the Directors, in accordance with the terms and conditions of the Bylaws, but at no time shall said number of Directors be less than one.

**ARTICLE VII**

Incorporator

The name and street address of the person signing these Articles of Incorporation as Incorporator are:

John Ferreira  
2828 North Pine Hills Road  
Orlando, Florida 32808

**ARTICLE VIII**

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

**ARTICLE IX**

Amendment

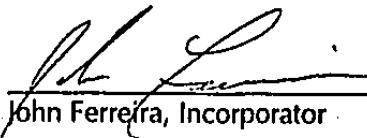
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE X**

Headings and Captions

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

**IN WITNESS WHEREOF**, the undersigned does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 23<sup>rd</sup> day of April, 1996.

  
\_\_\_\_\_  
John Ferreira, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

AMJ GROUP, INC. (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated THE PRENTICE-HALL CORPORATION SYSTEM INC. as its Registered Agent to accept service of process within the State of Florida with its registered office located at 1201 Hays Street, Suite 105, Tallahassee, Florida 32301.

**ACKNOWLEDGMENT**

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 24th day of April, 1996.

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

By: Marcia A. Havner  
Marcia A. Havner, Assistant Secretary