

P96000037165

Richard C. Bagdasarian
PROFESSIONAL ASSOCIATION

RICHARD C. BAGDASARIAN
BOARD CERTIFIED
CIVIL TRIAL LAWYER

MARY L. LEE, CLS
CERTIFIED LEGAL ASSISTANT

Commerce Bank Building, Suite 302
1800 Corporate Boulevard N.W.,
Boca Raton, Florida 33431

Telephone (407) 808-7808
FAX (407) 841-3220

April 16, 1996

Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

RECEIVED
DIVISION OF CORPORATIONS
APR 17 1996

RE: TOTAL INTEGRATED SOLUTIONS, INC.
Our File #: 95-2130

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, for filing by the Department of State in accordance with the Florida General Corporation Act.

You will also find enclosed a check payable to the Department of State in the amount of \$122.50 to cover the following:

Filing Fee for Articles	\$35.00
Certified Copy Fee	\$52.50
Registered Agent Fee	\$35.00
Total	\$122.50

The certified copy of the Articles should be mailed to the Law Offices of Richard C. Bagdasarian, P. A., 1800 Corporate Blvd., N.W., Suite 302, Boca Raton, Florida 33431.

Thank you for your cooperation in this matter.

Very truly yours,



RICHARD C. BAGDASARIAN

RCB:ia
Encs.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 25 PM 12:52

g 4/30/96

**ARTICLES OF INCORPORATION
OF
TOTAL INTEGRATED SOLUTIONS, INC.**

FILED
CLERK OF STATE
OFFICE OF CORPORATIONS
95 APR 25 PM 12:52

ARTICLE I. NAME

The name of the corporation shall be:

TOTAL INTEGRATED SOLUTIONS, INC.

The principal place of business of this corporation shall be:

**954 BOLENDER DRIVE
DELRAY BEACH, FLORIDA 33483**

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 1,000 shares at .10 cents par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be 1800 Corporate Blvd., N.W., Suite 302, Boca Raton, Florida 33431, and the name of the initial registered agent of the Corporation at that address is RICHARD C. BAGDASARIAN, ESQUIRE.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have ONE (1) Director initially. The number of Directors can be changed from time to time in accordance with the By-Laws. The name and street address of the initial member of the Board of Directors is:

**JOHN B. CASSERLY
954 BOLENDER DRIVE
DELRAY BEACH, FLORIDA 33483**

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successor(s) are elected or appointed is:

**JOHN B. CASSERLY
PRESIDENT, SECRETARY, TREASURER
954 BOLENDER DRIVE
DELRAY BEACH, FLORIDA 33483**

ARTICLE VIII

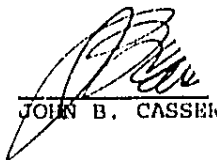
The name and street address of the person signing these Articles of Incorporation is:

**JOHN B. CASSELY
954 BOLENDER DRIVE
DELRAY BEACH, FLORIDA 33403**

ARTICLE IX. AMENDMENT

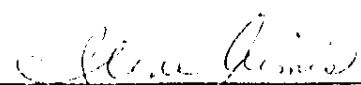
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
on this 24 day of April, 1996.

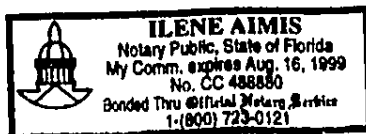

JOHN B. CASSELY

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 24th day of April, 1996 by JOHN B. CASSELY, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.


NOTARY PUBLIC, State of Florida

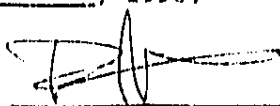
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TOTAL INTEGRATED SOLUTIONS, INC., at the place designated in the Articles of Incorporation, RICHARD C. BAGDASARIAN, ESQUIRE, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, relative to keeping open such office.

Dated this 16 day of April, 1996.


RICHARD C. BAGDASARIAN, ESQUIRE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 25 PM 12:52