

TP6000043388

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

800001828208  
-05/15/96--01119--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: UNION EXPRESS MULTI-Services  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

Rossener Jean-Pierre  
Name (printed or typed)

1716 2nd Ave. North #12  
Address

Lake Worth, FL 33460  
City, State & Zip

(407) 586-5007  
Daytime Telephone number

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAY 15 PM 6:08

NOTE: Please provide the original and one copy of the articles.

TRB 5/21

**ARTICLES OF INCORPORATION  
OF  
UNION EXPRESS MULTI-SERVICES, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAY 15 PM 6:08

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE ONE**

The name of the corporation is: **UNION EXPRESS MULTI-SERVICES, INC.** The principle address of the corporation is : 407 South Dixie Hwy, Suite 108, Lake Worth, Florida 33460.

**ARTICLE TWO**

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE THREE**

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

**ARTICLE FOUR**

This corporation is authorized to issue 1,200 shares of No Par Value Common Stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

**ARTICLE FIVE**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

**ARTICLE SIX**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

## ARTICLE SEVEN

The street address and mailing address of the initial principal/registered office is: 407 South Dixie Hwy. Suite 108, Lake Worth, Florida 33460 and the name of its initial registered agent of this corporation is: Rossener Jean-Pierre.

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

*Rossener Jean-Pierre* 5/10/96  
Rossener Jean-Pierre

## ARTICLE EIGHT

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by the majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director of this corporation is:

Name	Mailing address
Rossener Jean-Pierre	1716 2nd Ave. North # 12 Lake Worth, FL 33460
Claudette Excellent	424 Superior Place West Palm Beach, FL 33409
Ivenant Joseph Jean-Pierre	1716 2nd Ave. North #12 Lake Worth, FL 33460
Emmanuel Jean-Pierre	4808 Serafica Dr. Lake Worth, FL 33461

President *Rossener Jean-Pierre* 5/10/96  
Vice-President *Emmanuel Jean-Pierre* 5/10/96  
Treasurer *Ivenant J. Jean-Pierre*  
Secretary *Claudette Excellent* 5/10/96


## ARTICLE NINE

The Board of Directors is empowered to make, alter or repeal the bylaws of the corporation without restriction of their powers conferred by statute.

#### ARTICLE TEN

The name and address of the incorporator for this corporation is:

Rossener Jean-Pierre  
1716 2nd Ave. North # 12  
Lake Worth, FL 33460

  
Incorporator: Rossener Jean-Pierre

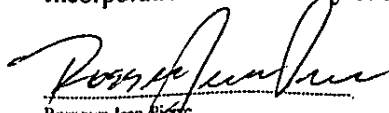
#### ARTICLE ELEVEN

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

#### ARTICLE TWELVE

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The Corporation shall have a first lien not the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of May, 1996.

  
Rossener Jean-Pierre

P96000043388

**ROSSENER JEAN-PIERRE**

407 South Dixie Hwy. # 100  
Lake Worth, FL 33460  
Tel (561) 586-5007  
Fax (407) 586-1166

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-09/27/96--01072--002  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Office Use Only

**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	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment NC
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
96 SEP 27 PM 2:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SH 9/30

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

Guidance Services, Inc.

UNION EXPRESS MULTI-SERVICES, INC.  
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

See attached

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

See attached

**ROSSENER JEAN-PIERRE**

407 South Dixie Hwy. # 108

Lake Worth, FL 33460

Tel (561) 586-5007

Fax (407) 586-1166

RECEIVED  
TALLAHASSEE, FLORIDA

95 SEP 27 PM 2:02

FILED

September 24, 1996

Dear Sir/Madam:

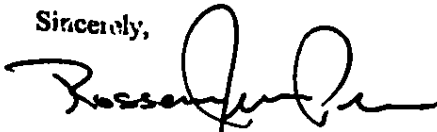
This letter is to attach with the amendment forms and the Articles of Incorporation of this organization, **UNION EXPRESS MULTI-SERVICES, INC.** First, said the name **UNION EXPRESS MULTI-SERVICES, INC** will be no longer use and it will change to **GUIDANCE SERVICES, INC.**

Therefore, article one of the old Articles of Incorporation for this organization should be amended, and the name of this business shall now be **GUIDANCE SERVICES, INC.** Second, the amendment does not provide for exchange, reclassification or cancellation of issued shares. Third, the date of each amendment's adoption was August 30, 1996. Fourth, the amendment was adopted by the incorporators without shareholder action and shareholder action was not required.

Finally, the name of a director, Claudette Excellent who resides at 424 Superior Place, West Palm Beach, FL 33409 should be deleted in article eight, and the directors in article eight would now be Rossener Jean-Pierre, Ivenant Joseph Jean-Pierre and Emmanuel Jean-Pierre.

Should you need any additional information, feel free to contact me at the number above.

Sincerely,



Rossener Jean-Pierre

THIRD: The date of each amendment's adoption: 8.30.96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_"  
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 30th day of August, 19 96

Signature

Rossener Jean-Pierre

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Rossener Jean-Pierre

Typed or printed name

President / Incorporator

Title