

PHILADEL ACCOUNT NO. : 072100000032

REFERENCE : 961215

125436A

**AUTHORIZATION:** 

COST LIMIT : \$ 70.00

ORDER DATE : May 21, 1996

ORDER TIME : 1:53 PM

ORDER NO. : 961215

CUSTOMER NO: 125436A

CUSTOMER: Mr. Paul C. Pershes

MR. PAUL PERSHES

400001898874

Suite 314

6100 Glades Road

Boca Raton, FL 33434

DOMESTIC FILING

NAME:

DEDICATED RESOURCES OF

FLORIDA, INC.

EFFECTIVE DATE:

XXXX ARTICLES OF INCORPORATION

\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY

XXXX PLAIN STAMPED COPY

\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrena Randolph

562612 W96-10909

EXAMINER'S INITIALS:

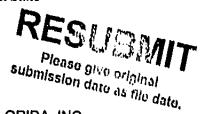
95 KAY 21 PH 3: 07 DIVISION OF CORPORATION



# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 22, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301



SUBJECT: DEDICATED RESOURCES OF FLORIDA, INC.

Ref. Number: W96000010909

We have received your document for DEDICATED RESOURCES OF FLORIDA, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 696A00025489

SECUE WAS OUT OF STATE

FAX NO. 13029987078 FAX:407-487-5768

PAGE

NO. 901

P. 02 2

03/23/96

15:01

DEDICTIED RESOURCES + 467 487 5/66

DEDICATED RESOURCES, Inc

4723 West Asientic Avenue - Buite A2 - Defrey Seach - Fioride - 33445 [407] 495-1954 - Fax (407) 485-8089 1-800-577-8026

95 HAY 22 PH 12: 22

May 26, 1995

To whom it may concern:

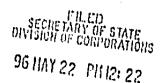
Please be advised that I, Michael D. Zadott of Dedicated Resources, Inc. of New York give Jettry 8. Zadott my permission to use the name of Dedicated Resources, Inc. of Florida.

Thank you for your help in this metter.

Sincerely,

Michael D. Zagett

prior



#### ARTICLES OF INCORPORATION

ÖF

DEDICATED RESOURCES OF FLORIDA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I, NAME

The name of the corporation shall be:

DEDICATED RESOURCES OF FLORIDA, INC.

The address of the principal office of this corporation shall be 6100 Glades Road, Suite 314, Delray Beach, Florida 33434, and the mailing address of the corporation shall be the same.

#### 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 1,500 shares of common stock having \$1.00 par value per share.

#### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Jeffry S. Zadoff 4723 West Atlantic Avenue, A-2, Dir. Delray Beach, Florida 33445

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

#### ARTICLE VII, INCORPORATOR

96 HAY 22 PH 12: 22

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on May 21, 1996.

It's Agent, Deborah D. Skipper Incorporator

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Ochorah D. Skipper

It's Agent, Deborah D. Skipper

It's Agent, Deborah D. Skipper Authorized Service Representative Corporation Service Company

SBR

# DEDICATED RESOURCES, Inc.

4723 West Atlantic Avenue • Sulte A2 • Delray Beach • Florida • 33445 (407) 495-1934 • Fox (407) 495-9089 1-800-677-5026

# P96000045278/36/96

AH: Steve Harris

200001651522 -06/05/96--01033--009 \*\*\*\*\*35,00 \*\*\*\*\*35,00

Lucink you for your help! It is my understanding that this will also change principal office address a mailing address plus registered agent.

Dog Zoff

SECRETARY OF STALLAHASSEE, FL

TATE ORIDA

## Florida Department of State, Jim Smith, Secretary of State

### STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

DOIN, IN the State of Florida.
1a. The name of the corporation is: Dedicated Resource & of
Florido Inc.
1b. The mailing address of the corporation is: 4723 West Atlantic
Adonde Sulte AZ Dolray Prach, Florida 3344
1c. Date of incorporation: May 22,1996 Document number: 109 6000045278
2. The name and address of the current registered agent and office:
Corporate Service Co.
SERY 1
1301 Hays Stroot == = = = = = = = = = = = = = = = = =
Tallahassee Florida 32301 88 3
3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)
Titter C. South Colleged Resources
4723 West Atlantic Avenue Svite A-Z
Dolong Boach FG 33445
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.
so authorized by the board.
5 30 96 (Date)
(Signature of an officer, (Maimen'or vice chairman of the board)
Jeffin S. CadoFF Director
(Printed or typed name and title)
Having been named as registered agent and to accept service of process for the above stated corporation, thereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as
I further agree to comply with the provisions of all statutes relative to the proper and complete
registered agent.
MM 5/30/96
(Signature of Registered Agent) //