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5/28/96  
TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000  
FROM: CORPORATE CREATIONS INTERNATIONAL IN  
401 OCEAN DR  
SUITE 312  
MIAMI BEACH FL 33139-0000 29  
CONTACT: JOHNNY C RODRIQUEZ  
PHONE: (305) 672-0686  
FAX: (305) 672-9110  
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: THOMPSON ACCOUNTING AND PAYROLL SERVICES, INC.  
FAX AUDIT NUMBER: H96000007493  
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96 MAY 29 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 MAY 29 AM 8:27  
DIVISION OF CORPORATIONS

**Articles of Incorporation  
of  
Thompson Accounting and Payroll Services, Inc.**

**Article I. Name**

The name of this Florida corporation is:  
Thompson Accounting and Payroll Services, Inc.

**Article II. Address**

The mailing address of the Corporation is:  
Thompson Accounting and Payroll Services, Inc.  
3613 Northside Court  
Key West FL 33040

**Article III. Capital Stock**

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

**Article IV. Registered Agent**

The name and address of the registered agent of the Corporation is:  
Lauren Thompson  
3613 Northside Court  
Key West FL 33040

**Article V. Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Dean Thompson  
Lauren Thompson

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective May 28, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on May 28, 1996

Corporate Creations International Inc.

By: 

Luis A. Uriarte Vice President

H96000007493

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**

Thompson Accounting and Payroll Services, Inc.

**REGISTERED AGENT:**

Lauren Thompson  
3613 Northside Court  
Key West FL 33040

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Lauren Thompson  
by Luis A. Uriarte as attorney-in-fact

Date: 5/28/96

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