

P96000054699
TRANSMITTAL LETTER

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

SUBJECT: MANAGEMENT SOLUTIONS, INC.

Enclosed is an original and (1) copy of the articles of incorporation and the Money Order # 63473224713 for \$ 70.00 as the filing fee. Also enclosed is the Certificate of Registered Agent.

Please return the photocopy to me with the filing date stamped on it.

FROM: Luz Mireya Penaloza
772 Whippoorwill Drive
Orlando, Florida 32825
Daytime number: 407-897-5634 xt 2742

FILED
96 JUN 27 PM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W96 8990
62896



FLORIDA DEPARTMENT OF STATE
Sand. Mortham
Secretary of State

April 26, 1996

LUZ MIREYA PENALOZA
772 WHIPPOORWILL DRIVE
ORLANDO, FL 32825

SUBJECT: MANAGEMENT SOLUTIONS, INC.
Ref. Number: W96000008990

We have received your document for MANAGEMENT SOLUTIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 487-6933.

Dana Farmer
Document Specialist

Letter Number: 396A00019941

ARTICLES OF INCORPORATION

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STATE
CLERK OF THE
COURT
ORLANDO

I. The name of the Corporation shall be:

PENALOZA, RIVERA & ASSOCIATES, INC.

II. The principal place of business and mailing address of the Corporation is:

772 Whippoorwill Drive
Orlando, FL 32825

PO Box 720422
Orlando, FL 32872-0422

III. The Corporation shall have the authority to issue 500 shares of stock.

IV. The registered agent of the corporation is Carlos J. Rivera and the registered street address is 772 Whippoorwill Drive, Orlando, Florida 32825.

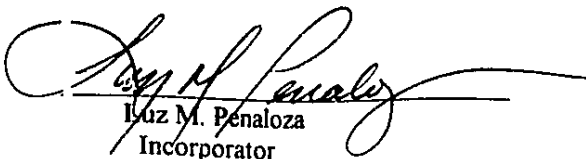
V. The initial Board of Directors shall have two (2) members whose names and addresses are as follows:

Carlos J. Rivera
772 Whippoorwill Drive
Orlando, FL 32825

Luz M. Penaloza
772 Whippoorwill Drive
Orlando, FL 32825

VI. The incorporator of this corporation is Luz Mireya Penaloza whose street address is 772 Whippoorwill Drive, Orlando FL 32825.

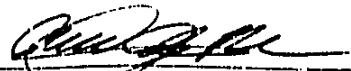
Dated: June 20, 1996.


Luz M. Penaloza
Incorporator

CERTIFICATE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for PENALOZA, RIVERA & ASSOCIATES, INC. at the place designated as 772 Whippoorwill Drive, Orlando Florida 32825, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated: June 20, 1996.



Carlos J. Rivera
Registered Agent

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TALLAHASSEE, FLORIDA