

P960000\$7593

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

900001898049

-07/18/96--01052--014

*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ALL professional services USA, inc
(Corporation Name) (Document #)
2. Green
(Corporation Name) (Document #)
3.
(Corporation Name) (Document #)
4.
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

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☐ 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
<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

Examiner's Initials

ARTICLES OF AMENDMENT
OF

All Professional Services USA, Inc.

FILED
96 JUL 18 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is All Professional Services USA, Inc.

2. Article three (3) of the Articles of Incorporation of the Corporation is hereby amended to change the purpose or nature of business of the Corporation to:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the name by causing it, or a facsimile thereof, to be impressed, affixed or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 687.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities; borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and re-invest its funds, and take hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014.

3. The foregoing amendment was adopted by the Incorporator before the issuance of any shares of the Corporation on the 17th day of July, 1996, pursuant to Section 607.187(2), Florida Statutes.

IN WITNESS WHEREOF, the undersigned Incorporator of the Corporation has executed these Articles of Amendment this 17th day of July, 1996.

Filings, Inc., a Florida Corporation
by Teresa Roman, Vice-President

Teresa Roman

P 96000057593

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(City, State, Zip)

(904) 385-6735

(Phone #)

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*****70.00 *****70.00

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FILED
96 JUL - 9 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ALL professional services USA, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
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NEW FILINGS	
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OTHER FILINGS	
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<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
96 JUL - 9 PM 2:46
DIVISION OF CORPORATION

JUL - 9 1996

Examiner's Initials

FILED

96 JUL -9 PM 3:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is All Professional Services USA, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:
1880 N.W. 38th Avenue
Fort Lauderdale, Florida 33311

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have five (5) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and addresses of the initial Directors are:

Ronaldo Edwards
1880 N.W. 38th Avenue
Fort Lauderdale, Florida 33311
Percival Phillips
1880 N.W. 38th Avenue
Fort Lauderdale, Florida 33311
Paulette Brown
1880 N.W. 38th Avenue
Fort Lauderdale, Florida 33311
Roland Smith
1880 N.W. 38th Avenue
Fort Lauderdale, Florida 33311
Albert Young
1880 N.W. 38th Avenue
Fort Lauderdale, Florida 33311

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Filings, Inc., a Florida Corporation
3732 N.W. 16th Street
Fort Lauderdale, Florida 33311

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is

offered to others.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: July 9, 1996

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman
Incorporator

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that All Professional Services USA, Inc. , desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: July 9, 1996

Teresa Roman
Teresa Roman, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby 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 obligations of my position as registered agent.

Dated: July 9, 1996

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman
FILED
96 JUL -9 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

600001935276

-08/28/96--01100--027

*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ALL professional services USA, inc
(Corporation Name) (Document #)
2. General
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)

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<input type="checkbox"/>	Other

96 AUG 28 PM 1:52
 FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 RECEIVED
 96 AUG 28 PM 3:34
 DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF AMENDMENT
OF

ALL PROFESSIONAL SERVICES USA, INC.

FILED
96 AUG 28 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. THE NAME OF THE CORPORATION IS ALL PROFESSIONAL SERVICES USA, INC.

2. ARTICLE TWO (2) OF THE ARTICLES OF INCORPORATION IS HEREBY AMENDED TO CHANGE THE MAILING ADDRESS OF THE CORPORATION TO 1886 N.W. 38TH AVENUE, LAUDERHILL, FLORIDA 33311.

3. ARTICLE SEVEN (7) OF THE ARTICLES OF INCORPORATION OF THE CORPORATION IS HEREBY AMENDED TO CHANGE THE NAMES AND ADDRESSES OF THE DIRECTORS TO:

✓ FERCIVAL M. PHILLIPS
1407 NORTHWEST 15TH STREET
FORT LAUDERDALE, FLORIDA 33311
✓ ROLAND SMITH
1200 NORTHWEST 15TH STREET
FORT LAUDERDALE, FLORIDA 33311
✓ PAULETTE BROWN
1306 NORTHWEST 15TH TERRACE
FORT LAUDERDALE, FLORIDA 33311
✓ NORMAN WALTERS
6057 NORTHWEST 173RD DRIVE, MIAMI, FLORIDA 33015
✓ ALBERT YOUNG
1886 NORTHWEST 38TH AVENUE
FORT LAUDERDALE, FLORIDA 33311

4. THE FOREGOING AMENDMENT WAS ADOPTED BY THE INCORPORATOR BEFORE THE ISSUANCE OF ANY SHARES OF THE CORPORATION ON THE 28TH DAY OF AUGUST, 1996, PURSUANT TO SECTION 607.187(2), FLORIDA STATUTES.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR OF THE CORPORATION HAS EXECUTED THESE ARTICLES OF AMENDMENT THIS 28TH DAY OF AUGUST, 1996.

FILINGS, INC., A FLORIDA CORPORATION
BY TERESA ROMAN, VICE-PRESIDENT

Teresa Roman