

P96000058024

March 14, 1996

Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

100001787361
-04/03/96--01042--002
*****122.50 *****122.50

To Whom It May Concern:

Please find enclosed an original set of the ARTICLES OF INCORPORATION for ABC of South Florida, Inc. and a check in the amount of \$122.50, the filing fee.

ABC of South Florida, Inc. would like this incorporation to be effective as of date of execution of and acknowledgment of said Articles.

Please return any papers or information regarding this to me at the first address listed below. I may be reached between 9:00 and 5:00 Monday through Friday if you require any additional information.

Sincerely yours,

RODRIGUEZ, KINZBRUNNER & COMPANY

Miguel J. Rodriguez

Enclosures (2)

cc: ABC of South Florida, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -3 AM 8:25

789-625-671
WRL - 7649

g. 7/11/96

Rodriguez, Kinzbrunner & Company

A Partnership of Professional Associations

Miguel J. Rodriguez, CPA
David Kinzbrunner, CPA
Zena Kinzbrunner, CPA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -3 PM 8:25

July 2, 1996

Ms. Claretia Golden
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: ABC OF SOUTH FLORIDA, INC.
REF. NUMBER: W96000007649

Dear Ms. Golden,

Per your request, I am enclosing herewith the revised articles of incorporation for the above referenced entity.

Please call me if you have any other questions.

Sincerely,



Miguel J. Rodriguez
For the Firm



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -3 AM 8:25

April 9, 1996

RODRIGUEZ, KINZBRUNNER & COMPANY
ATTN: MIGUEL J. RODRIGUEZ
4801 SOUTH UNIVERSITY DRIVE
DAVIE, FL 33328

SUBJECT: ABC OF SOUTH FLORIDA, INC.
Ref. Number: W96000007649

We have received your document for ABC OF SOUTH FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 296A00016204

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR -3 AM 8:25

ARTICLES OF INCORPORATION

OF

ABC OF SOUTH FLORIDA, INC.

Article I - Name

The name of the corporation shall be:

ABC OF SOUTH FLORIDA, INC.

The principal place of business of this corporation shall be 6043-J KIMBERLY BOULEVARD, NORTH LAUDERDALE, FL 33068.

Article II - Duration

This corporation shall commence its corporate existence on the later of (1) the date of execution and acknowledgment of these Articles or (2) the date that these articles are received by the Florida Department of State.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

Article IV - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

Article V - Presumptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 4801 South University Drive, Davie, FL 33328 and the name of the initial registered agent of this corporation at that address is Miguel J. Rodriguez.

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

Peter Coloyan
6043-J Kimberly Boulevard
North Lauderdale, FL 33068

Article VIII - Incorporators

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

Peter Coloyan
6043-J Kimberly Boulevard
North Lauderdale, FL 33068

Article IX - Indemnification

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

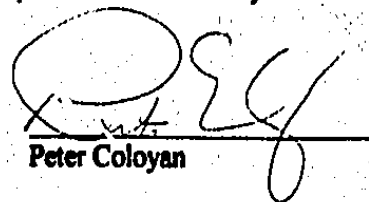
Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XI - Amendment

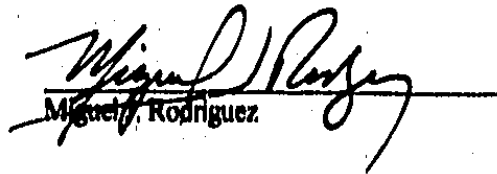
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

The undersigned subscriber has executed these Articles of Incorporation this 14th day of March 1996.


Peter Coloyan

Acceptance of Designation

The undersigned, Miguel J. Rodriguez, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.


Miguel J. Rodriguez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -3 AM 8:25