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SECRET
TALLAHASSEE, FLORIDA

6860 Southgate Blvd. #111
Tamarac, Fl. 33321

SECRET

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

Re: Corporation Management Systems, Inc.

Dear Sir or Madam:

Enclosed for filing is an original and one (1) copy of Articles of Incorporation for the above-referenced corporation. Please file stamp the enclosed copy and return to the undersigned in the enclosed self-addressed, stamped envelope provided for your convenience.

Should you have any questions, please contact me at (305) 373-9448. Thank you for your attention to this matter.

Very truly yours,



Allison A. Lichter

8-14-96

ARTICLES OF INCORPORATION

OF


CORPORATION MANAGEMENT SYSTEMS, INC.

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TAMARAC, FLA.

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is Corporation Management Systems, Inc. (the "Corporation").
- SECOND:** The street address of the initial principal office and mailing address of the Corporation is 6860 Southgate Boulevard, Suite 111, Tamarac, Florida 33321.
- THIRD:** The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: 6860 Southgate Boulevard, Suite 111, Tamarac, Florida 33321 and the registered agent at that address is: Allison A. Lichter.
- FIFTH:** The name and address of the incorporator of the Corporation is: Allison A. Lichter, 6860 Southgate Boulevard, Suite 111, Tamarac, Florida 33321.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall indemnify its officers, directors, employees and agents to the fullest extent possible, pursuant to Section 607.0850 of the Florida Business Corporation Act, as amended from time to time.
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- NINTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.
- TENTH:** The corporate existence of the Corporation shall commence upon the filing of these Articles of Incorporation and the Corporation shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of August, 1996.



Allison A. Lichter, Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

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I heroby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.050 of the Florida Business Corporation Act.


Allison A. Lichter