

P96000069131

GILLEN & ROBINSON, P.A.
ATTORNEYS AT LAW

390 N. ORANGE AVENUE
SUITE 800
P.O. BOX 2831
ORLANDO, FLORIDA 32802

FILED
96 AUG 16 11:05
SECOND FLORIDA
TALLAHASSEE, FLORIDA

TELEPHONE
(407) 428-3891
FACSIMILE
(407) 841-8171

August 15, 1996

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

4070001924464
-08/16/96--01065--008
***122.50 ***122.50

Re: Incorporation of Dynamic Achievers, Inc.

Dear Sir/Madam:

Pursuant to the incorporation of Dynamic Achievers, Inc., enclosed are the following:

1. Original and one (1) copy of fully executed Articles of Incorporation of Dynamic Achievers, Inc.;
2. Check in the amount of \$122.50 to cover the following items:

(a) Filing Fees	\$35.00
(b) Certified Copy of Articles	\$52.50
(c) Registered Agent Designation	\$35.00

EFFECTIVE DATE

8-15-96

TOTAL \$122.50

3. Please certify the enclosed executed copy of the Articles of Incorporation and return same to the undersigned.

Very truly yours,

Cat L. Brower

Cat L. Brower
Legal Assistant to
Bradley J. Davis

:cb
Enclosures

PK
8/20/96

**ARTICLES OF INCORPORATION
OF
DYNAMIC ACHIEVERS, INC.**

FILED

95 AUG 16 AM 11:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

EFFECTIVE DATE

8-15-96

The name of this corporation is Dynamic Achievers, Inc.

The principal place of business and the mailing address is 101 South Hall Lane, Suite 400, Maitland, FL 32751.

**ARTICLE II
DURATION**

The period of its duration is perpetual.

**ARTICLE III
PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The corporation is authorized to issue 100,000 shares, all of one class, at \$.01 par value.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the registered agent and registered office of this corporation shall be as follows:

Rhonda Booms
101 South Hall Lane, Suite 400
Maitland, FL 32751

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1).

The name and address of the initial director of this corporation is:

Rhonda Booms
101 South Hall Lane, Suite 400
Maitland, FL 32751

ARTICLE VII
INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is:

Rhonda Booms
101 South Hall Lane, Suite 400
Maitland, FL 32751

ARTICLE VIII
DIRECTORS' AUTHORITY TO FIX COMPENSATION

Directors shall have authority to fix the compensation of the officers of this corporation.

ARTICLE IX
INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

ARTICLE X
AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the shareholders by a majority vote.

ARTICLE XI
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

ARTICLE XII
SHAREHOLDERS QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII
REMOVAL OF DIRECTORS

At a meeting of shareholders called expressly for that purpose, any one director, or the entire board of directors may be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors.

ARTICLE XIV
INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XV
PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued, whether or not presently authorized, including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and

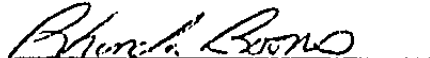
conditions of the issues of shares, and inviting him or her to exercise his or her pre-emptive rights.
This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

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AUG 16 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


ARTICLE XVI
EFFECTIVE DATE OF INCORPORATION

This corporation shall be deemed to have come into existence on the date these Articles of Incorporation are executed.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of August, 1996.


Rhonda Booms
Incorporator

THE UNDERSIGNED hereby accepts the office of registered agent and confirms that he is familiar with the obligations of that position as set forth in Chapter 607, Florida Statutes (1991).


Rhonda Booms
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of August, 1996, by RHONDA BOOMS, who is personally known to me or who has produced drivers license as identification and who did not take an oath.

My Commission Expires:


NOTARY PUBLIC
Name: _____

Address: Macklaw, FL



DEBIT MEMORANDUM

FOR OFFICIAL USE

DATE

NUMBER

TO DEPARTMENT OF STATE

96000069131

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	1,066.00	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	1,066.00	OTHER	4

CROSS DISTRIBUTION

REF	SAMAS CODE	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00	4	20.00
12	45-20-2-130001-45300000-00-000100-00	1	25.00
12	45-20-2-130001-45300000-00-000100-00	1	35.00
12	45-20-2-130001-45300000-00-000100-00	1	22.50
12	45-20-2-130001-45300000-00-000100-00	1	22.50
12	45-20-2-130001-45300000-00-000100-00	1	44.00

GRAND TOTAL:

\$ 1,066.00

RECEIVED
SEP-9 PB 2 28
FINANCIAL MANAGEMENT

Process Date: 08/27/96

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

State Treasurer

[illegible]



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 20, 1996

Melissa D. Kaufman
151 E. Shevlin
Hazel Park, FL 48030

SUBJECT: DYNAMIC ACHIEVERS, INC.
Ref. Number: P96000069131

Debit Memo #: 7008⁵9-C

This is to inform you that your check #520 dated August 15, 1996 in the amount of \$122.50 and submitted for DYNAMIC ACHIEVERS, INC. has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations
Attn: Melinda Lilliston
P.O. Box 6327
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely,
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 796A00043591

cc:Dynamic Achievers, Inc.
101 S. Hall Lane, Suite 400
Maitland, Florida 32751



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

November 8, 1996

Melissa D. Kaufman
151 E. Shevlin
Hazel Park, FL 48030

SUBJECT: DYNAMIC ACHIEVERS, INC.
Ref. Number: P96000069131

Debit Memo #: 700859-C

Due to your failure to respond to our previous letter advising you of the returned check #520, the Articles of Incorporation for DYNAMIC ACHIEVERS, INC. have been cancelled and are considered not filed as of November 8, 1996.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 696A00051368

cc:Dynamic Achievers, Inc.
101 S. S. Hall Lane, Suite 400
Maitland, Fl. 32751