

996000078811

R.C.S.

CONSULTING GROUP, INC.

5408 GODFREY ROAD, CORAL SPRING, FLORIDA 33067
(954) 753-0525

September 6, 1996

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

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-09/11/96--01071--017
****122.50 ****122.50

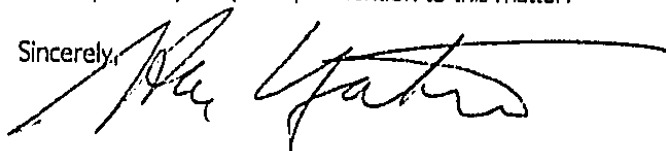
RE: R.C.S. CONSULTING GROUP, INC.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for the above referenced Corporation and my check in the amount of One Hundred and Twenty Two Dollars and Fifty (\$122.50) Cents. Kindly file the enclosed and send me a certified copy of same.

Thank you for your prompt attention to this matter.

Sincerely,



STANLEY MORGANSTERN

W9619303

AL SEP 23 1996

56 SEP 20 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

September 13, 1996

STANLEY MORGANSTERN
5406 GODFREY ROAD
CORAL SPRINGS, FL 33067

SUBJECT: R.C.S. CONSULTING GROUP, INC.
Ref. Number: W96000019303

We have received your document for R.C.S. CONSULTING GROUP, 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):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 096A00042609

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
R.C.S. CONSULTING GROUP, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of this corporation is: **R.C.S. CONSULTING GROUP, INC.**

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 1000. Such

shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

ARTICLE FIVE
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 5406 Godfrey Road, Coral Springs, Florida 33067; and the name of its initial registered agent at such address is Stanley Morganstern.

★ THE PRINCIPAL OFFICE + INITIAL REGISTERED OFFICE
ARE ONE + THE SAME - *Stan Morganstern*

ARTICLE SIX
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two
(2). The name and address of each person who is to serve as a member of the initial board of directors is:

NAME

Stanley Morganstern

ADDRESS

5406 Godfrey Road
Coral Springs, Florida 33067

Collette Morganstern

5406 Godfrey Road
Coral Springs, Florida 33067

ARTICLE SEVEN
INCORPORATORS

The name and address of each incorporator is:

NAME

Stanley Morganstern

ADDRESS

5406 Godfrey Road
Coral Springs, Florida 33067

Collette Morganstern

5406 Godfrey Road
Coral Springs, Florida 33067

ARTICLE EIGHT
ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made Initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.



STANLEY MORGANSTERN

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 6th day of September, 1996.



STANLEY MORGANSTERN, Incorporator

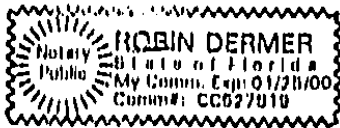

COLLETTE MORGANSTERN, Incorporator

STATE OF FLORIDA)

ss:

COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared, STANLEY MORGANSTERN and COLLETTE MORGANSTERN, who are personally known to me or who have produced _____ as identification and who did take an oath, executed the foregoing Articles of Incorporation.



My Commission Expires:


Notary Public, State of Florida

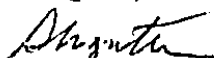
**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Pursuant to the provisions of Florida Statutes Sec. 607.0501 and 607.0505, **RCS CONSULTING GROUP, INC.**, a corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is: **R.C.S. CONSULTING GROUP, INC.**
2. The name of the registered agent is: **STANLEY MORGANSTERN.**
3. The address of the registered agent/registered office is 5406 Godfrey Road, Coral Springs, Florida 33067

*THE PRINCIPAL OFFICE IS ALSO 5406 GODFREY ROAD /
CORAL SPRINGS, FL.*

ACCEPTANCE

 33067

Having been named as registered agent and designated to accept service of process for the above corporation, 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 performances of my duties, and I am familiar with and accept the obligations of my position as registered agent.


BY: STANLEY MORGANSTERN

Dated:

FILED
96 SEP 20 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA