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MILWAUKEE, WI 53204-2607  
908-277-9175  
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96 SEP 23 PM 11  
DIVISION OF CORPORATION

INTERNATIONAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 094979 134754A

AUTHORIZATION : Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : September 23, 1996

ORDER TIME : 12:09 PM

ORDER NO. : 094979

CUSTOMER NO: 134754A

300001958753

CUSTOMER: Carolyn Smith, Cpa  
WARD & SMITH, P.A.

Suite 206  
5725 Corporate Way  
West Palm Beach, FL 33407

DOMESTIC FILING

NAME: THE AMERICAN MANAGEMENT TEAM,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

9/23/96

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 23 PM 3:24

**ASSIGNMENT BY THE SOLE INCORPORATOR  
OF THE ARTICLES OF INCORPORATION OF  
THE AMERICAN MANAGEMENT TEAM, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
26 SEP 23 PM 3:24

Ward & Smith, P.A., as sole incorporator, for value received hereby assigns any and all rights it may have as such incorporator to the following:

**Carolyn Winston, President**

**Steven O. Cascaddan, Vice President**

**Dated: September 19, 1996**

**WARD & SMITH, P.A.**

By: Carolyn Williams Smith  
**Its Agent, Carolyn Williams-Smith**

**ARTICLES OF INCORPORATION**

**-of-**

**THE AMERICAN MANAGEMENT TEAM, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 23 PM 3:24

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Article of Incorporation.

**ARTICLE I NAME**

The name of this corporation shall be:

**THE AMERICAN MANAGEMENT TEAM, INC.**

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

1221 W. Colonial Drive, Suite 100  
Orlando, Florida 32801

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Five Hundred (500) Shares of common stock, having a par value of One (\$1.00) Dollar per share.

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Ward & Smith, P.A.  
5725 Corporate Way, Suite 206  
West Palm Beach, Florida 33407

**ARTICLE V**

The corporation shall have two officers and two directors, initially. The names and addresses of the initial officers who shall hold office for the first year of the corporation, or until his/her successor is elected or appointed is:

Carolyn Winston, President  
1221 W.Colonial Drive, Suite 100  
Orlando, FL 32804

Steven O. Cascaddan, Vice President  
1221 W.Colonial Drive, Suite 100  
Orlando, FL 32804

**ARTICLE VI INCORPORATOR**

The name and street address of the Incorporator to these Article of Incorporation is:

Ward & Smith, P.A.  
5725 Corporate Way, Suite 206  
West Palm Beach, Florida 33407

IN WITNESS WHEREOF, the undersigned agent of Ward & Smith, P.A., has hereunto  
set their hand and seal of Ward & Smith on September 19, 1996.

WARD & SMITH, P.A.

By: Carolyn Williams-Smith  
Its Agent, Carolyn Williams-Smith

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 23 PM 3:24

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned 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:

**THE AMERICAN MANAGEMENT TEAM, INC.**

2. The name and address of the registered agent and office is:

**Ward & Smith, P.A.  
5725 Corporate Way, Suite 206  
West Palm Beach, Florida 33407**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature

Carolyn Williams Smith

Date

9/19/96



The American Management Team, Inc.

P96000078866

January 2, 1997

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

Re: Change of Principal Office Place of Business & Mailing  
Address, and Phone Number for The American Management  
Team, Inc.

Dear Sir/Madam:

Effective January 2, 1997 the principal place of business and mailing  
address, and phone number for The American Management Team, Inc. (document  
number P96000078866) changed to:

**Now Address:** Carolyn Winston, President  
1150 Oranole Road  
Maitland, Florida 32751  
Phone Number: (407)339-1419 or (407)262-3787

**Old Address:** 1221 W. Colonial Drive, Suite 100  
Orlando, Florida 32801  
Phone Number: (407)481-2622

Please reflect this change in your records. Please forward a copy of the  
annual report to the new address.

Thank you,

*Carolyn Winston*

Carolyn A. Winston, President

1/8/97