



Block, Krockey, Cernugel & Cowgill, P.C.
ATTORNEYS AT LAW

19 West Jefferson Street Joliet, Illinois 60432 Telephone: 815/727-6311 • Fax: 815/727-6378

September 3, 1996

Michael D. Block
Robert S. Krockey
Winston J. Block
Joseph M. Cernugel
Thomas E. Cowgill

Timothy A. Clark
Gary S. Pyles
Elizabeth A. Klukas

FLORIDA SECRETARY OF STATE
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314
FEDEX ADDRESS
409 East Gaines Street
Tallahassee, FL 32399, (904)487-6056

FILED
56 SEP 24 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Block Professional Group, Inc.

Dear Madam:

Please find the enclosed Articles of Incorporation for the above corporation.
My check for the \$70.00 file fee is enclosed.

An extra copy of the Articles of Incorporation is provided to be "file"
stamped and returned.

I provide a UPS envelope with completed Air Bill for use in returning this
instrument to me.

Should there be any problem or question, please call the undersigned. Thank
you for your attention to this matter.

Very yours truly,

400001938704
-09/04/96--01142--005
*****70.00 *****70.00

BLOCK, KROCKEY, CERNUGEL,
and COWGILL, P.C.

BY: 
WINSTON J. BLOCK

WJB/mjm

WJB
PK
9/24/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 12, 1996

WINSTON J. BLOCK, ESQ.
19 W JEFFERSON ST
JOLIET, IL 60432

SUBJECT: BLOCK PROFESSIONAL GROUP, INC.
Ref. Number: W96000018804

We have received your document for BLOCK PROFESSIONAL GROUP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The document must include original signatures.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 496A00041876

Dear Ms. Hall -

Enclosed are the original documents along w/a copy to be "file" stamped and return to me in the enclosed UPS envelope w/ completed AirBill.

Thank you for your attention to this matter.

Winston Block

FILED

96 SEP 24 AM 9:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of

BLOCK PROFESSIONAL GROUP, INC.

Article One - Name

The name of this Corporation is Block Professional Group, Inc.

Article Two - Duration

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

Article Three - Purpose

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida and may qualify and engage in such business or businesses anywhere in the world where it may be legal to do so.

Article Four - Capital Stock

This Corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

Article Five - Initial Registered Agent and Principal Office Address

The name and street address of the initial registered agent of this Corporation is Neri Martinez, 456 W. Davis Blvd. Tampa, Florida, 33606. The principal office address of this corporation is 456 W. Davis Blvd. Tampa, Florida, 33606.

Article Six - Initial Board of Directors

This Corporation shall have not more than three (3) directors. The number of directors may be increased or diminished from time to time only by a vote of the shareholders and vacancies in the Board of Directors shall only be filled by the shareholders.

The names and addresses of the initial directors of this Corporation are:

Name	Address
Name	All at:
Tyler A. Block and Nick Martinez	19 West Jefferson Street, Joliet, IL 60432 456 W. Davis Blvd. Tampa, FL 33606

Article Seven - By-Laws

The By-Laws of this Corporation may be adopted, altered, amended or repealed only by the shareholders.

Article Eight - Indemnification

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


Article Nine - Incorporator

The name and address of the person signing these Articles is Winston J. Block, 19 West Jefferson Street, Joliet, Illinois 60432.

Article Ten - Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of Sept. 1996.



Winston J. Block

FILED
96 SEP 24 AM 9:09

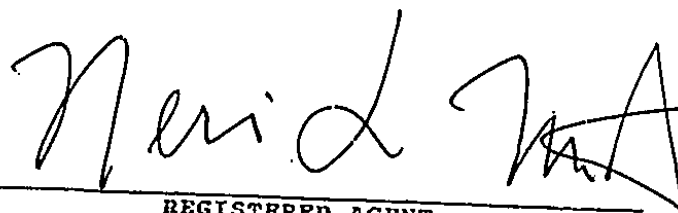
CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Charter 48.091, Florida Statutes, the following is submitted:

That Block Professional Group, Inc is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Tampa, County of Hillsborough, State of Florida, has named Neri L. Martinez, located at 456 West Davis Boulevard, City of Tampa, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to at in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



REGISTERED AGENT