

**CORPORATE
ACCESS,
INC.**

P96000088234

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

WALK IN

PICK UP 11/23/96

☒ **CERTIFIED COPY**

CUS

PHOTO COPY

☒ **FILING**

Profit

1.) Prosweep, Inc.
(CORPORATE NAME & DOCUMENT #)

000001985560--0
-10/25/96--01025--004
****122.50 ****122.50

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
96 OCT 25 AM 1:48
TALLAHASSEE, FLORIDA
STATE
CLERK OF COURT

REC'D
96 OCT 25 AM 9:46
CLERK OF COURT
INFORMATION

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

W OCT 25 1996: W96-22739



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 25, 1996

CORPORATE ACCESS, INC.

TALLAHASSEE,

SUBJECT: PROSWEEP, INC.
Ref. Number: W96000022739

We have received your document for PROSWEEP, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 596A00049347

**ARTICLES OF INCORPORATION
OF
PROSWEEP USA, INC.**

FILED
95 OCT 27 PM 1:48

The undersigned, has executed the following document as incorporator of the above corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the State of Florida.

ARTICLE I

The name of the corporation shall be: **PROSWEEP USA, INC.**

ARTICLE II

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

**1440 Coral Ridge Drive, Suite 130
Coral Springs, Florida, 33071**

ARTICLE III

The aggregate number of shares which the corporation shall have authority to issue is the total of 1000 shares, having a par value of ONE DOLLAR {1.00}.

Unless otherwise stated in these articles, there shall be only one class of stock for this corporation.

ARTICLE IV

The name and address of the initial registered agent is:

**Robert Tammaro
1440 Coral Ridge Drive, Suite 130
Coral Springs, Florida, 33071**

ARTICLE V

This corporation shall commence existance upon the filing of these Articles of Incorporation by the Florida Department of State and shall have perpetual existence.

ARTICLE VI

The general nature of the business, objects and purposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

Transact any and all lawful business.

Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or in any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute Section 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, otherwise dispose of, and otherwise deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interests as the corporation may determine, issue its notes and bonds, and other obligations, and secure any any of its obligations by mortgage or pledge of all or any of its property, franchises and income;

To lend money for its corporate purposes, invest and reinvest its funds, and to take and hold real and personal property as security for the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without the State;

To elect or appoint officers and agents of the corporation and define their duty and fix their compensation;

To make and alter by-laws, not inconsistent with its articles of incorporation or the laws of the State of Florida;

To make donations to the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business that the Board of Directors shall find will be in aid of governmental policy;

To pay pensions and establish pensions plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any and all of its directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who may incur damages by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute Section 607.014;

ARTICLE VII

The initial Board of Directors shall consist of a total of one {1} person. The name and address of the person who are to serve as directors are as follows:

Robert Tamaro
1440 Coral Ridge Drive, Suite 130
Coral Springs, Florida, 33071

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

Robert Tamaro
1440 Coral Ridge Drive, Suite 130
Coral Springs, Florida, 33071

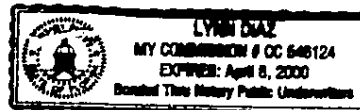
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of Incorporation this 22 day of October, 1996.

State of Florida
County of Broward

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Robert Tamaro, who has produced the following identification FLA Driver's License, who, as incorporator, has executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 22 day of October, 1996.

NOTARY PUBLIC, STATE OF FLORIDA



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

1. 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: PROSWEEP USA, INC.

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

Robert Tammaro
1440 Coral Ridge Drive, Suite 130
Coral Springs, Florida, 33071

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 HERBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER LAND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE Oct 25, 1996

FILED
95 OCT 25 PM 1:48