

ALBERT J. GAMOT, JR., P.A.

315 5th Street
West Palm Beach, FL 33401

Telephone
(601) 832-5002

Fax

96000097787
November 15, 1996
60000097787-3
-11/27/96--01067--013
****122.50 ****122.50

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Professional Records Management & Delivery, Inc.
Our File No. G96-906

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation for the above-named corporation. I am also enclosing this firm's check in the amount of \$122.50 representing the filing fee. Please ensure the certified copy of the Articles are returned directly to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to contact me.

Sincerely,

Cathy L. Graham
CATHY L. GRAHAM, CLA
Certified Legal Assistant

/clg

Enclosures

FILED
96 NOV 27 AM 10:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
PROFESSIONAL RECORDS MANAGEMENT & DELIVERY, INC.

The undersigned incorporator, being a natural person competent to contract, hereby adopts these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is PROFESSIONAL RECORDS MANAGEMENT & DELIVERY, INC.

ARTICLE II

This Corporation shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The purpose of this Corporation is to provide records storage and management services and engage in any business lawful under the laws of the State of Florida or the United States.

ARTICLE IV

This Corporation is authorized to issue Ten Thousand (10,000) shares of \$1.00 par value, common stock. The rights attendant to all such shares, once issued, shall be identical in all respects.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series or in less than whole shares.

EFFECTIVE DATE
11-23-76

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

Every Shareholder, upon the issuance of any new stock of this Corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

ARTICLE VI

The initial street and mailing address of the principal place of business of the Corporation is 315 5th Street, West Palm Beach, FL 33401. The initial address in Florida of the initial registered office of this Corporation is 315 5th Street, West Palm Beach, FL 33401 and the name of the initial registered agent of this Corporation at that address is Albert J. Gamot, Jr.

ARTICLE VII

The initial Board of Directors shall consist of three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one. The names and addresses of the persons who shall serve as Directors until the first annual meeting of the Shareholders, or until successors have been elected and qualified, are as follows:

Albert J. Gamot, Jr.
315 5th Street
West Palm Beach, FL 33401

Jeannette McGill
315 5th Street
West Palm Beach, FL 33401

Christopher Haworth
315 5th Street
West Palm Beach, FL 33401

ARTICLE VIII

The Shareholders of this Corporation shall adopt By-Laws which shall contain provisions for the management of the business and the regulation of the affairs of the Corporation that are not inconsistent with the Articles or the laws of the State of Florida.

ARTICLE IX

The name and address of the initial incorporator is as follows: Albert J. Gamot, Jr., 315 5th Street, West Palm Beach, FL 33401.

ARTICLE X

The Board of Directors shall have the power to amend or supplement these Articles of Incorporation when approved by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in West Palm Beach, Palm Beach County, Florida, this 25th day of November, 1996.


ALBERT J. GAMOT, JR.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


ALBERT J. GAMOT, JR.
Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared, ALBERT J. GAMOT, JR., who is personally known to me and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 25th day of November, 1996.

Cathy L. Graham
CATHY L. GRAHAM
Notary Public
State of Florida at ~~Dargess~~

My Commission Expires:



96 NOV 27 AM 10:33
CLERK OF STATE
TALLAHASSEE FLORIDA

FILED

ALBERT J. GAMOT, JR., P.A.

315 5th Street

West Palm Beach, FL 33401

Telephone
(561) 832-5652

Fax
(61) 820-8108

P96000097787

December 30, 1996

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

200002047662--6

-01/07/97--01051--011
*****35.00 *****35.00

Re: Articles of Amendment for
Professional Records Management

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Amendment for the above-named corporation, together with a copy of the Consent to Action Taken. Also, enclosed is this firm's check in the amount of \$35.00 representing the filing fee. Please return confirmation of this name change directly to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to contact me.

Sincerely,

Cathy L. Graham

CATHY L. GRAHAM, CLA
Certified Legal Assistant

/clg

Enclosures

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NC

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97 JAN -6 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
PROFESSIONAL RECORDS MANAGEMENT & DELIVERY, INC.

I, JEANNETTE MCGILL, being the President of PROFESSIONAL RECORDS MANAGEMENT & DELIVERY, INC., do hereby certify to the Secretary of State that on the 10th day of December, 1996, the following resolution was duly and legally adopted by all Directors and all Shareholders of said Corporation on December 10, 1996 pursuant to Florida Statutes Sections 607.0821 and 607.0704:

BE IT RESOLVED that Article I of the Articles of Incorporation is amended as follows:

" ARTICLE I. NAME

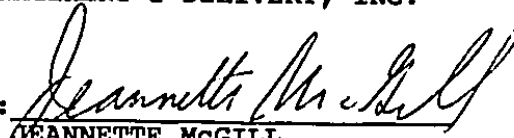
The name of the corporation shall be PROFESSIONAL DATA STORAGE & DELIVERY, INC. The principal place of business of this corporation shall be 315 5th Street, West Palm Beach, FL 33401."

I do hereby certify that said Resolution has not been altered, amended or rescinded and that it is in full force and effect this 10th day of December, 1996.

ATTEST:

PROFESSIONAL RECORDS
MANAGEMENT & DELIVERY, INC.


ALBERT J. GAMOT, JR.,
Secretary

By: 
JEANNETTE MCGILL,
President

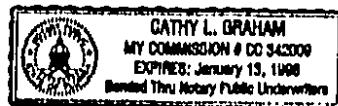
STATE OF FLORIDA
COUNTY OF PALM BEACH

ON THIS DAY before me, an officer duly authorized to take acknowledgements and administer oaths, personally appeared JEANNETTE MCGILL, President and ALBERT J. GAMOT, JR., Secretary, of PROFESSIONAL RECORDS MANAGEMENT & DELIVERY, INC., on behalf of said corporation. They are personally known to me.

WITNESS my hand and official seal this 10th day of December, 1996.

My Commission Expires:

Cathy L. Graham
CATHY L. GRAHAM
Notary Public
State of Florida at Large




CONSENT TO ACTION TAKEN WITHOUT A MEETING
OF THE SHAREHOLDERS OR BOARD OF DIRECTORS OF
PROFESSIONAL RECORDS MANAGEMENT & DELIVERY, INC.

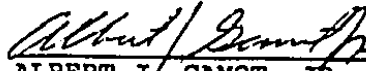
The following action is taken without a meeting of the Shareholders or Board of Directors of PROFESSIONAL RECORDS MANAGEMENT & DELIVERY, INC., by unanimous approval of all Shareholders and Directors pursuant to Florida Statutes Sections 607.0821 and 607.0704:

BE IT RESOLVED, that Article I of the Articles of Incorporation is amended as follows:

"ARTICLE I. NAME The name of the corporation shall be PROFESSIONAL DATA STORAGE & DELIVERY, INC. The principal place of business of this corporation shall be 315 5th Street, West Palm Beach, FL 33401."

DATED this 10th day of December, 1996.


JEANNETTE MCGILL, Shareholder
and Director


ALBERT J. GAMOT, JR.,
Shareholder and Director


CHRISTOPHER HAWORTH,
Shareholder and Director