

P96000099930

TRANSMITTAL LETTER

December 4, 1996

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

Subject: **FRANCHISE RECOVERY SYSTEMS, INC.**
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

Filing Fee & Certificate - \$78.75

FROM:

HEATHER ARMSTRONG
FRANCHISE RECOVERY SYSTEMS, INC.
441 SOUTH STATE STREET, SUITE 100
MARGATE, FL 33063

FILED
96 DEC -9 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

300002023903--1
-12/10/96--01002--019
*****78.75 *****78.75

NOTE: Please provide the original and one copy of the articles.

12.11.96
KR

ARTICLES OF INCORPORATION

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

FILED
96 DEC -9 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: **FRANCHISE RECOVERY SYSTEMS, INC.**

ARTICLE II PRINCIPAL OFFICE

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

**FRANCHISE RECOVERY SYSTEMS, INC.
441 SOUTH STATE RD. #7, SUITE 19
MARGATE, FL 33068**

ARTICLE III SHARES

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

ONE THOUSAND SHARES OF COMMON STOCK

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

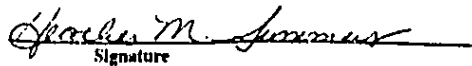
**HEATHER SUMMERS
FRANCHISE RECOVERY SYSTEMS, INC.
441 SOUTH STATE RD. #7, SUITE 19
MARGATE, FL 33068**

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporators to these Articles of Incorporation is (are):

**HEATHER SUMMERS
FRANCHISE RECOVERY SYSTEMS, INC.
441 SOUTH STATE RD. #7, SUITE 19
MARGATE, FL 33068**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
4TH day of DECEMBER, 1996 .


Signature

FILED
96 DEC -9 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

I, HEATHER SUMMERS, being the designated registered agent in the above Articles of Incorporation, hereby acknowledge that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Signature

**Articles of Incorporation
Filing Fee - \$35**

DEBIT MEMORANDUM

000114

TO :
DEPARTMENT OF STATE

DATE

OFFICIAL USE

NUMBER

12/19/96 1/22/04

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

*

| FUND | AMOUNT | REASON RETURNED | KEY # |
|-----------------|--------|--------------------|-------|
| GENERAL REVENUE | 0.00 | INSUFFICIENT FUNDS | 1 |
| TRUST | 591.25 | ACCOUNT CLOSED | 2 |
| OTHER | | UNCOLLECTED FUNDS | 3 |
| TOTAL | 591.25 | OTHER | 4 |

CROSS
REF

DISTRIBUTION

SAMAS CODE

REASON

AMOUNT

| | | | |
|----|--------------------------------------|---|--------|
| 12 | 45-20-2-130001-45300000-00-000100-00 | 4 | 58.75 |
| 12 | 45-20-2-130001-45300000-00-000100-00 | 1 | 78.75 |
| 12 | 45-20-2-130001-45300000-00-000100-00 | 1 | 78.75 |
| 12 | 45-20-2-130001-45300000-00-000100-00 | 1 | 375.00 |

GRAND TOTAL:

\$ 591.25

72204-D

Process Date: 12/19/96

The above named fund(s) has been reduced by the amount of
this check(s) under authority of Section 215.34, F.S.

State Treasurer

RECEIVED
37 JAN -2 PM 3:43
MANAGEMENT

V T C TESTING SYSTEMS, INC.
5701 NW, PINE ISLAND RD., NO. 240
TAMARAC, FL 33321

DO NOT PRESENT AGAIN

NSF

NSF

1177
63-84847-2631

PAY TO THE ORDER OF

Department of State Div-31

040

DEC 16 1996

PRESENTED TWICE
354 20 12-17-95
75 DOLLARS

FIRST OF AMERICA
FIRST OF AMERICA BANK - FLORIDA, F.S.B.
800A N.W. 108th ST.

FOR

#001177# 12631848731

30028460

#0086057875#

[Signature]

DEPT OF STATE 4500453
FOR DEPOSIT ONLY
-12/10/96--01002--019
DO NOT WRITE, STAMP OR SIGN BELOW THIS LINE
RECEIVED ***** SUBSTITUTION USE *

000001042020 1000004444 021-03 50630000470

The unit is not listed in the Yellow Pages under "Security Features" or "Microfilm Signature" or "On-line Protection" or "Erase/Protection" or "Copy Screen".

Results of document verification: Small text in signature line appears as "otted line with photocopied stains of scale appear on chemical analysis".

When the document is printed, the absence of the "otted line" is visible on the screen.

FEDERAL BUREAU OF INVESTIGATION
BOARD OF GOVERNORS REG. CC

FEDERAL RESERVE BOARD OF GOVERNORS REG. CO



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 7, 1997

VTC Testing Systems, Inc.
5701 NW Pine Island Rd., No. 240
Tamarac, FL 33321

SUBJECT: FRANCHISE RECOVERY SYSTEMS, INC.
Ref. Number: P96000099930

Debit Memo #: 72204-D

This is to inform you that your check #1177 dated December 4, 1996 in the amount of \$78.75 and submitted for FRANCHISE RECOVERY SYSTEMS, INC. has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$93.75 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations
Attn: Melinda Lilliston
P.O. Box 6327
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely,
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 097A00000759

cc:Franchise Recovery Systems, Inc.
441 South State Rd., #7, Suite 19
Margate, Fl. 33068



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 10, 1997

VTC Testing Systems, Inc.
5701 NW Pine Island Rd., No. 240
Tamarac, FL 33321

SUBJECT: FRANCHISE RECOVERY SYSTEMS, INC.
Ref. Number: P96000099930

Debit Memo #: 72204-D

Due to your failure to respond to our previous letter advising you of the returned check #1177, the Articles of Incorporation for FRANCHISE RECOVERY SYSTEMS, INC. have been cancelled and are considered not filed as of February 10, 1997.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 597A00006957

cc:Franchise Recovery Systems, Inc.
441 S. State Rd., #7, Suite 19
Margate, Florida 33068