

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0393 FAX

800-342-8086



networks

PRESIDENTIAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 187203 8690A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : December 13, 1996

ORDER TIME : 10:26 AM

ORDER NO. : 187203-005

300002028993--7

CUSTOMER NO: 8690A

CUSTOMER: Ms. Roxana T. Collazo
BEDZOW KORN & KAN, P.A.

P. O. Box 8020

Hallandale, FL 33008

DOMESTIC FILING

NAME: P.D. PAYROLL CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS: _____

FILED
96 DEC 13 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER DEC 13 1996

596A00055861

FILED
96 DEC 13 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
P.D. PAYROLL CORP.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

P.D. PAYROLL CORP.

The address of the principal office of this corporation shall be 301 South 21 Avenue, Hollywood, Florida 33020, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 20803 Biscayne Boulevard, Suite 200 Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is Gary A. Korn.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Louis Birdman	301 South 21 Avenue
Dir./Pres./Sec./Treas.	Hollywood, Florida 33020

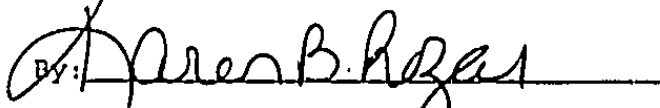
ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on December 13, 1996.

CORPORATION SERVICE COMPANY

By: 
Its Agent, Karen B. Rozar

GLS/smr

FILED
96 DEC 13 PH 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT .
DESIGNATED IN THE ARTICLES OF INCORPORATION

GARY A. KORN, an individual residing
in this state, having a business office identical with the
registered office of the corporation named below, and having been
designated as the Registered Agent in the above and foregoing
Articles of Incorporation of:

P.D. PAYROLL CORP. is
familiar with and accepts the obligations of the position of
Registered Agent under Section 607.0505, Florida Statutes.

By: 
Printed Name: GARY A. KORN