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#### **ARTICLES OF INCORPORATION**

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SECREDARY OF STATE TALLAHASSEE, FLORIDA

Jan 6, 1997

#### <u>OF</u>

#### PREMIUM COLLECTION SERVICES, INC.

The undersigned subscriber to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida.

#### Article I

The name of the corporation is *Premium Collection Services, Inc.*The principal office shall be 395 Alhambra Circle, Goral Gables, Florida 33134.

## Article II DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence on January 6, 1997, which is the date of subscription and ackowledgement of these Articles of Incorporation, which shall be filed with the Department of State within five (5) days hereof, exclusive of holidays.

### Article III NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

### Article IV CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$ 1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the Corporation's Securities.

### Article V REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is *Liliam*Fernandez. The street address of the initial registered office of the Corporation in the State of Florida is 395 Alhambra Circle, Coral Gables, Fl. 33134.

### Article VI INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the by laws of the corporation.

The names and street addresses of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jesus Pedroso	440 S.W. 23rd Avenue
	Miami, Fl. 33135
Miriam M. Diaz	534 S.W. 13th Avenue
	Miami, Fl. 33135

### Article VII INCORPORATION

The name and addresses of the incorporator of these Articles of Incorporation is Jesus Pedroso, whose street address is 440 S.W. 23rd Avenue, Miami, Fl. 33135.

### Article VIII BYLAWS

The power to adopt, alter, amend or repeat bylaws shall be vested in the Board of Directors and the Shareholders.

### Article IX INDEMNIFICATION

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

### Article X AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

#### IN WITNESS WHEREOF, the undersigned incorporator has executed

these Articles of Incorporation this 6th day of January, 1997.

Jesus Pedroso, Incorporator

SWORN TO AND SUBSCRIBED before me on this 6th day of

January, 1997/

Notary Public - Erica C. Darna In and For the State of Florida

My Commission Expires:



ERICA C DARNA My Commission CC436175 Expires Jan. 31, 1999 Bonded by HAI 800-422-1555

#### CERTIFICATE OF REGISTERED AGENT

<u>OF</u>

#### PREMIUM COLLECTION SERVICES, INC.

Pursuant to Chapter 607.034 of the Florida Statutes the following is submitted in compliance with said Act:

That Premium Collection Services, Inc. desiring to be organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Coral Gables, County of Dade, State of Florida, has named Liliam Fernandez, whose office is located at 395 Alhambra Circle, Coral Gables, Fl. 33134, as its agent to accept service of process with this State.

#### **ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 6th day of January, 1997.

ŁILIAM FÉRNANDEZ

as Registered Agent