

P9700013476  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

97 FEB 10 PM 3:03

TALLAHASSEE, FLORIDA

February 4, 1997

RE: TRANSMITTAL LETTER  
Employment Law Compliance Associates, Inc.

Dear sir or madam:

Enclosed you will find an original and two copies of the Articles of Incorporation for the following corporation:

Employment Law Compliance Associates, Inc.

Additionally, you will find a check in the amount of \$131.25, covering the filing fee, fee for certified copy of the Articles, and a certificate.

Please use the following address for all communications:

Edwin E. Hightower, Jr.  
15 Phoenetia, #402  
Coral Gables, FL 33134  
(305)448-4665

300002082823--9  
-02/10/97--01083--009  
\*\*\*131.25 \*\*\*131.25

Kindest regards,

  
Edwin E. Hightower, Jr., Esq.

PH  
2/11/97

**ARTICLES OF INCORPORATION**  
**OF**  
**EMPLOYMENT LAW COMPLIANCE ASSOCIATES, INC.**

**FILED**

97 FEB 10 PM 3:08

STATE  
TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I**

CORPORATE NAME

The name of the corporation shall be:

**EMPLOYMENT LAW COMPLIANCE ASSOCIATES, INC.**

**ARTICLE II**

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 15 Phoenetia, #402, Coral Gables, Florida, 33134.

**ARTICLE III**

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**

CAPITOL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par value \$1.00 per

share.

## **ARTICLE V**

### **TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

## **ARTICLE VI**

### **REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Lorenzo Lleras, Esq.  
c/o Latour and Sidlosca  
605 Lincoln Road, Ste. 420  
Miami Beach, FL 33139

## **ARTICLE VII**

### **BOARD OF DIRECTORS**

This Corporation shall have one (1) Director initially.

## **ARTICLE VIII**

### **INITIAL DIRECTOR**

The name and address of the initial Director of this Corporation is:

Edwin E. Hightower, Jr.  
(SSN 454-19-5691)

## **ARTICLE IX**

### **INCORPORATOR**

The name of the person signing these Articles of Incorporation as the Incorporator is Edwin E. Hightower, Jr., whose address is 15 Phoenetia, #402, Coral Gables, FL 33134.

**ARTICLE X**

**INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE XI**

**AFFILIATED TRANSACTIONS**

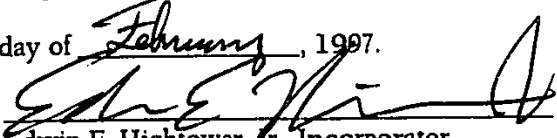
This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE XII**

**BYLAWS**

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 4<sup>TH</sup> day of February, 1997.

  
Edwin E. Hightower, Jr., Incorporator

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

**FILED**

97 FEB 10 PM 3:08

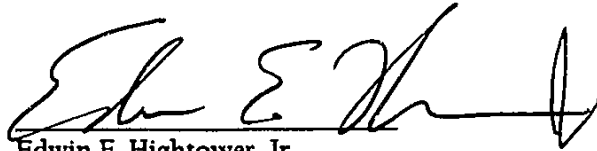
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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: **Employment Law Compliance Associates, Inc.**
2. The name and address of the registered agent and office is:

Lorenzo Lleras, Esq.  
c/o Latour and Sidlosca  
605 Lincoln Road, Suite 420  
Miami Beach, FL 33139

Signature:

  
Edwin E. Hightower, Jr.

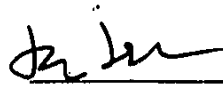
Title: Director/Incorporator

Date:

2/4/97

Having been named as the registered agent and to accept service of process for the  
above named Corporation, at the place designated in this Certificate, I hereby accept the  
appointment as Registered Agent, and agree to comply with all applicable provisions of law.  
In addition, I am familiar with and accept the duties and responsibilities as Registered Agent  
for said Corporation.

Signature:



by: Lorenzo Lleras, Esq.

Date:

2/4/97