

P 97000018532

FLORIDA LAW CENTER, INC.

INDEPENDENT PARALEGAL SERVICES

SERVING DADE BROWARD AND PALM BEACH COUNTIES

FILED

97 FEB 24 PM 2:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 18, 1997

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

100002095141--3  
-02/24/97--01028--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: PROBIZ TECHNOLOGIES, INC.

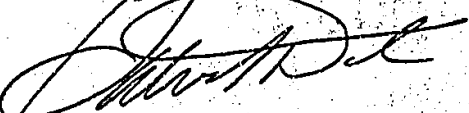
To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation, as referred above, together with a check for \$70.00.

This represents the cost of the Filing Fees, Articles of Incorporation and fee for registered Agent Designation.

Please stamp the extra copy and return at your earliest convenience to our mailing address.

Sincerely,



SALVATORE DAVIDE

Enclosure

PH  
2/27/97

ARTICLES OF INCORPORATION

of

PROBIZ TECHNOLOGIES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation:

PROBIZ TECHNOLOGIES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED (500) shares of ONE Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

SALVATORE DAVIDE  
5615 SHERIDAN STREET  
HOLLYWOOD, FLORIDA 33021

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of the corporation are as follows:

ROBIN D. PHAM  
5320 N.W. 49TH AVE  
COCONUT CREEK, FLORIDA 33073

MICHAEL TORRES  
15312 Sunset Drive  
Apt 12  
Miami, Florida 33193

ARTICLE VII - OFFICERS

The following individuals shall hold office for the Corporation as designated below:

MICHAEL TORRES \_\_\_\_\_ VICE PRESIDENT

ROBIN D. PHAM \_\_\_\_\_ PRESIDENT

KATHIE M.OTTO \_\_\_\_\_ TREASURER

VIVIAN TORRES \_\_\_\_\_ SECRETARY

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is as follows:

MICHAEL TORRES  
15312 Sunset Drive  
Apt 12  
Miami, Florida 33193

ARTICLE IX - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation is as follows:

5320 N.W. 49TH AVE  
COCONUT CREEK, FLORIDA 33073

IN WITNESS WHEREOF, the undersigned subscriber has executed these  
Articles of Incorporation this 21 day of FEBRUARY, 1997.

Michael Torres  
MICHAEL TORRES

STATE OF FLORIDA )  
                          ) SS:  
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in  
the State and County set forth above, personally appeared:

MICHAEL TORRES

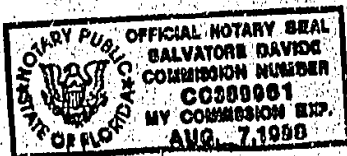
known to me and has provided the following identification

FLORIDA DRIVERS LICENSE T-620-540-67-255-0  
(type of identification)

and known to me to be the person who executed the foregoing Articles of  
Incorporation, and who acknowledged before me that he executed these  
Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the  
State and County aforesaid, this 21 day of FEBRUARY, 1997.

My Commission expires:



Salvatore Davide  
(Notary Public)

SALVATORE G. DAVIDE

(Printed Name of Notary)

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CERTIFICATE OF REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

of

PROBIZ TECHNOLOGIES, INC.

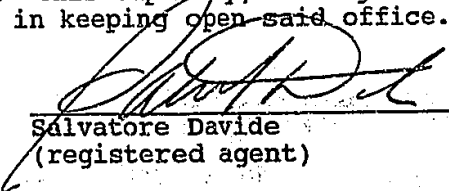
Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

5615 SHERIDAN STREET  
HOLLYWOOD, FLORIDA 33021

named Salvatore Davide located at the aforesaid address, as Registered Agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
\_\_\_\_\_  
Salvatore Davide  
(registered agent)

The name and address of the Initial Registered Agent of this Corporation is:

Salvatore Davide  
5615 Sheridan Street  
Hollywood, FL 33021

February 24 1997