

P97000036131

ATTORNEYS AT LAW  
FIRST UNION FINANCIAL CENTER  
200 SOUTH BISCAYNE BOULEVARD  
SUITE 1050  
MIAMI, FLORIDA 33131-2394  
TELEPHONE: (305) 371-3100  
TELECOPIER: (305) 371-2024

April 9, 1997



Schantz  
Schatzman &  
Aaronson, P.A.

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Articles of Incorporation - Concept Consulting Services, Inc.

Gentlemen:

Enclosed are duplicate executed copies of the Articles of Incorporation of the above-referenced Florida corporation. Also, enclosed is the Incorporator's check in the amount of \$122.50 to cover the \$35.00 filing fee, \$52.50 for a certified copy of the Articles, and \$35.00 Registered Agent designation fee.

Please expedite the filing of these Articles and return a certified copy to the undersigned in the enclosed self-addressed, stamped envelope.

Sincerely,

500002149095--3  
-04/21/97--01105--007  
\*\*\*\*122.50 \*\*\*\*122.50

SCHANTZ, SCHATZMAN & AARONSON, P.A.

  
BARRY P. GRUHER

BPG/ah  
Enclosure

G:\CAA\LTR\SECSTAT.MKL

APR 23

BSB

FILED  
97 APR 21 AM 8:58  
STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**- OF -**  
**CONCEPT CONSULTING SERVICES, INC.**

**FILED**  
97 APR 21 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this corporation is CONCEPT CONSULTING SERVICES, INC.

**ARTICLE II - DURATION**

This corporation shall exist in perpetuity.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the registered office of this corporation is Suite 1050, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131-2394, and the name of the registered agent of this corporation at that address is BARRY P. GRUHER. Esquire. The address of the corporation's principal office is the same as the address of its registered office.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished 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 this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
FREDRIC D. GRUHER President	3541 North 33rd Terrace Hollywood, FL 33021
JACK M. SHURACK Vice President, Secretary	14951 Featherstone Way Davie, Florida 33331

#### **ARTICLE VII - INCORPORATOR**

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

<u>NAME</u>	<u>ADDRESS</u>
FREDRIC D. GRUHER President	3541 North 33rd Terrace Hollywood, FL 33021

#### **ARTICLE VIII - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

#### **ARTICLE IX - POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### **ARTICLE X - INDEMNIFICATION**

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

**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16<sup>th</sup> day of April, 1997.

  
\_\_\_\_\_  
FREDRIC D. GRUHER

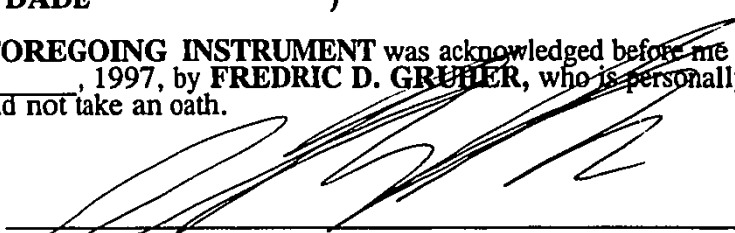
STATE OF FLORIDA

)  
:SS.:

COUNTY OF DADE

)

THE FOREGOING INSTRUMENT was acknowledged before me this 16<sup>th</sup> day of April, 1997, by FREDRIC D. GRUHER, who is personally known to me, and who did/did not take an oath.

  
\_\_\_\_\_

NOTARY PUBLIC,  
State of Florida at Large

My Commission Expires:



**DESIGNATION OF RESIDENT AGENT**

Certificate Designating Place of Business or Domicile for the Service of Process  
Within this State, Naming Agent Upon Whom Process May Be Served.

\*\*\*\*\*

(Attached to the Articles of Incorporation of  
**CONCEPT CONSULTING SERVICES, INC.**  
and Made a Part Thereof)

FILED  
97 APR 21 AM 8:59  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted  
in compliance with said Acts and made a part of the Articles of Incorporation of said  
corporation to which this document is attached:

**THAT, CONCEPT CONSULTING SERVICES, INC.,** desiring to organize under  
the laws of the State of Florida, with its registered office as indicated in the Articles of  
Incorporation in the City of Davie, County of Broward, State of Florida, has named **BARRY  
P. GRUHER**, as its Registered Agent to accept service of process within this State.

**ACCEPTANCE**

**THAT, I agree as Resident Agent to accept Service of Process; to keep office open**  
**during prescribed hours; to post my name (and any other officers of said corporation**  
**authorized to accept service of process at the above Florida designated address) in some**  
**conspicuous place in office as required by law.**

  
\_\_\_\_\_  
**BARRY P. GRUHER,**  
**Resident Agent**