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ALBERT S.C. MILLAR JR.

Requestor's Name

4627 OCEAN ST

Address

FILED SECRETARY OF STATE OF COSPOSATION OF COSPOSATION

97 MAY 23 AM II: 28

Maypurt, FL 32233 City/State/Zip Phone #

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CORPORATION NAME(S)	&	DOCUMENT NUMBER(S).	(if known)	<u>-</u>
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	NEW FILINGS	AMENDMENTS				
	Profit	Amendment				
	Non ^p rofit	Resignation of R.A., Officer/ Director				
	Limited Liability	Change of Registered Agent				
	Domestication	Dissolution/Withdrawal				
	Other	Merger				
C.	OTHER FILINGS	REGISTRATION/				
	Annual Report	QUALIFICATION				
	Fictitious Name	Foreign				
	Name Reservation	Limited Partnership				

Reinstatement Trademark

Other

FILED STEREJARY OF STATE ACTION OF CORPORATION

ARTICLES OF INCORPORATION OF

97 MAY 23 AM II: 28

ABSOLUTE BUSINESS SOLUTIONS, INC.

ARTICLE ONE

The name of this corporation is ABSOLUTE BUSINESS SOLUTIONS, INC.

ARTICLE TWO

The corporation shall exist perpetually.

ARTICLE THREE

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

ARTICLE FOUR

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE FIVE

The street address of the initial registered office of this corporation is 4627 Ocean Street, Mayport, Duval County, Florida 32233, and the name of the initial registered agent is Albert S.C. Millar, Jr., 4627 Ocean Street, Mayport, Duval County, Florida 32233. The office of the corporation may be changed by resolution of the Stockholders at a regular or special meeting.

ARTICLE SIX

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation. Initially, there shall be no directors.

ARTICLE SEVEN

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

Albert S.C. Milla, Jr., P.A. Attorney At Law 4627 Ocean Street Mayport, Florida 32233

IN WITNESS WHEREOF, I, the undersigned subscriber and incorporator, have hereunto set hand and seal this 2/ day of Way 1997, for the purpose of forming this corporation under the laws of the State of Florida and I hereby make and file, in the office of the Secretary of State of Florida, this certificate of incorporation and certify that the facts herein are true.

Attorney at Law

State of Florida County of Duval

BEFORE ME, the undersigned authority, personally appeared Albert S.C. Millar, Jr., who, first being duly sworn by me and to me well known to be the individual described in the foregoing Articles of Incorporation, acknowledged before me that he executed the same for the purposes therein expressed.

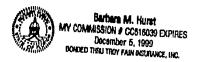
Albert S.C. Millar, Jr.,

Incorporator for

ABSOLUTE BUSINESS SOLUTIONS, INC.

WITNESS my hand and official seal this _____ day of

My commission expires:



ACCEPTANCE OF APPOINTMENT AS RESIDENT AGENT 97 HAY 23 AM II: 28

I HEREBY ACCEPT the appointment as Resident Agent for the corporation ABSOLUTE BUSINESS SOLUTIONS, INC., 4627 Ocean Street, Mayport, Florida 32233, this _______ day of _________ 1997.

Albert S.C. Millar, Jr.