

P97000046699

TRANSMITTAL LETTER

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

000002194760--1
-05/28/97-01063-005
****122.50 ****122.50

SUBJECT: Comp ASSIST, Inc

I enclose an original and 1 copy(ies) of the Articles of Dissolution for the above
named corporation and a check in the amount of \$ 122.50.

Signed: Robert Bethke

From: Robert Bethke

Name

757 Siesta Key Trail #1124

Address

Deerfield Beach FL 33441

City

State

Zip

(954) 698-0351

Telephone Number

FILED
97 MAY 28 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

688, 122.50, 671
W97-11028

mc 5/28/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 13, 1997

ROBERT BETHKE
757 SIESTA KEY TRAIL #1124
DEERFIELD BEACH, FL 33441

SUBJECT: COMPASSIST, INC.
Ref. Number: W97000011028

We have received your document for COMPASSIST, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 997A00025486

ARTICLES OF INCORPORATION
CompAssist, Inc.
A FLORIDA CORPORATION

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

ARTICLE I - NAME

The name of the corporation will be: **CompAssist, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The initial principal office of the corporation shall be: **757 Siesta Key Trail, Suite 1124, Deerfield Beach, Florida 33441**

ARTICLE III - BOARD OF DIRECTORS

The number constituting the initial Board of Directors of the corporation is one (1), and the name and address of the person who is to initially serve is: **Robert A. Bethke, 757 Siesta Key Trail, Suite 1124, Deerfield Beach, Florida 33441**

ARTICLE IV - PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having a \$0.02 par value per share.

ARTICLE VI - QUALIFICATIONS/ELECTION OF DIRECTORS

The qualifications for directors, and the manner of their election/appointment, are provided for in the By-Laws.

ARTICLES VII - REGISTERED AGENT

The corporation's initial registered office, and the name of it's initial registered agent at said address are as follows: **Robert A. Bethke, 757 Siesta Key Trail, Suite 1124, Deerfield Beach, Florida 33441**

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is: **Robert A. Bethke, 757 Siesta Key Trail, Suite 1124, Deerfield Beach, Florida 33441**

ARTICLE IX - TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE X - DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be devised as per the By-Laws of this corporation.

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify each director and officer of the corporation against any and all liability and expense incurred by that director or officer in connection with or arising from any action, suit, or proceeding in which the director or officer may be involved, by reason of being or having been a director or officer of the corporation.

Date: 5/1/97

INCORPORATOR:

Robert A. Bell

(Name of Incorporator)

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been designated as the registered agent for the corporation at the place designated in the foregoing Articles of Incorporation, I declare that I am familiar with and accept the obligations of that position, and hereby accept same and agree to act in that capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Date: 5/1/97

REGISTERED AGENT:

Robert A. Bell

(Name of Registered Agent)

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TALLAHASSEE, FLORIDA