

P97000079857

TRANSMITTAL LETTER

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

SUBJECT: Positive Management Assistance, Inc.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 122.50.

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-03/04/97--01056--003
****122.50 ****122.50

FROM:

Jodie Lynn Rush
Name (printed or typed)
P.O. Box 4418
Address
Winter Park, Florida 32793-4418
City, State, & Zip
(407) 672-1393
Telephone Number

FILED
97 SEP 15 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the Articles.

497.1 44344
1097-20477

mc 9/16/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 5, 1997

JODIE LYNN RUSH
P.O. BOX 4418
WINTER PARK, FL 32793-4418

SUBJECT: POSITIVE MANAGEMENT ASSISTANCE, INC.
Ref. Number: W97000020477

We have received your document for POSITIVE MANAGEMENT ASSISTANCE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of 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 (850) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 497A00044344

ARTICLES OF INCORPORATION
OF
POSITIVE MANAGEMENT ASSISTANCE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be Positive Management Assistance, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 8200 Marbella View Court, Orlando, Florida 32817. The mailing address of the Corporation shall be P.O. Box 4418, Winter Park, Florida 32793-4418.

ARTICLE III - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI - TELEPHONE CONFERENCE

Members of the Board of Directors or of any Executive Committee thereof shall

be deemed present at a meeting of such Board or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE VIII - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be: 8200 Marbella View Court, Orlando, Florida 32817. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Jodie L. Rush. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VIII - INCORPORATOR

The Name and address of the incorporator of this Corporation is:

Name

Address

Jodie L. Rush

8200 Marbella View Court.
Orlando, Florida 32817

ARTICLE IX - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be one (1).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this corporation, but shall never be less than one (1).
- C. The name and address of the initial member of the Board of Directors, who shall hold office for the first year of existence of this Corporation or

until her successor is elected or appointed and has qualified, is:

<u>Name</u>	<u>Address</u>
Ms. Jodie L. Rush	8200 Marbella View Court Orlando, Florida 32817

ARTICLE X - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the stockholders and approved either at the stockholders' meeting by the affirmative vote of the holders of a majority of the shares entitled to vote thereon or by written consent of all stockholders.

ARTICLE XI - BYLAWS

The initial Bylaws of the corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the Bylaws of the Corporation may be amended, modified, or repealed as provided by the Bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Orange County, Florida on this 2nd day of September, 1997.


Jodie L. Rush, President

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: Jodie L. Rush
Jodie L. Rush, President
President
8200 Marbella View Ct.
Orlando, FL 32817

Date: 11 September 1997

FILED

97 SEP 15 AM 7:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA