

P97000080087

Frank Maggese
618 Eastpointe Circle
Sarasota, Florida 34235

August 15, 1997

Division of Corporation
Department of State
Post Office Box 6327
Sarasota, Florida 34230

800002292988--1
-09/15/97--01096--011
****122.50 ****122.50

Re: Dimensions of Sarasota, Inc.

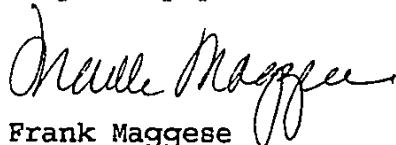
Enclosed please find original and copy of proposed articles of incorporation with my check for your fees computed as:

\$35.00 filing fee
\$52.50 Certified copy
\$35.00 Registered Agent

Please certify copy and return it to me.

Under separate mailing, will you please mail to my attorney, Simon Rosin 326 Bailey Lane, Sarasota, Florida 34237, a current booklet on the corporations law, corporate fees, and UCC fees.

Very truly yours,


Frank Maggese

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 15 AM 11:38

9/15/97

ARTICLES OF INCORPORATION
OF
DIMENSION OF SARASOTA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 15 AM 11:38

ARTICLE I. NAME.

The name of the corporation shall be DIMENSION OF SARASOTA, INC., a Florida corporation.

ARTICLE II. DURATION.

This corporation shall exist perpetually.

ARTICLE III. PURPOSE.

This corporation is organized to engage in the profession of court reporting and to conduct any and all lawful business activities permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

This corporation is authorized to issue 100 shares of \$1.00 par value and unlimited voting rights that are entitled to receive the net assets of the corporation on dissolution.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT.

The initial registered agent of this corporation is Frank Maggese and the street address of the initial registered office of this corporation is 618 East Pointe Court, Sarasota, Florida 34232.

ARTICLE VI. INITIAL BOARD OF DIRECTORS AND ELECTION OF DIRECTORS.

This corporation shall have one director initially. The election of directors shall be as provided in the by-laws and the number of directors may be either increased or decreased from time to time as provided in the by-laws which shall never be less than

one. The name and address of the initial director of this corporation is Frank Maggese and his street address is 618 East Pointe Court, Sarasota, Florida 34232.

ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles is Frank Maggese of 618 East Pointe Court, Sarasota, Florida 34232.

ARTICLE VIII. TRANSFERABILITY OF SHARES.

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof; and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be stamped, written, or printed upon the certificate representing said shares, and the by-laws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE IX.

TRANSACTION WITH INTERESTED DIRECTORS OR OFFICERS.

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the Directors or Officers of this corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board

of Directors in the meeting of such Board at which such contract or transaction is authorized or confirmed, and provided, however, that any such Directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize or confirm such contract or transaction, and any such Director may vote thereon to authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

ARTICLE X. REPLACING STOCK CERTIFICATES.

The Board of Directors, may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

ARTICLE XI. AMENDMENT.

These Articles of Incorporation may be amended in any manner provided by law.

ARTICLE XII. INDEMNIFICATION.

The corporation shall indemnify any Director or Officer or any former Officer or Director to the full extent permitted by law.

ARTICLE XIII. DATE OF COMMENCEMENT.

The date of commencement of this corporation shall be the date of filing these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE XIV. GRANT OF PREEMPTIVE RIGHTS.

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued

or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

ARTICLE XV. PRINCIPAL ADDRESS AND MAILING ADDRESS

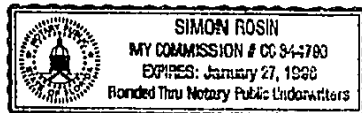
The address of the principal office and mailing address of the corporation are Frank Maggese and his street address is 618 East Pointe Court, Sarasota, Florida 34232.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of ^{AUGUST} January, 1997.

Frank Maggese
FRANK MAGGESE

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledge before me this 15th day of August, 1997 by Frank Maggese who is personally known to me and who did take an oath.



Simon Rosin
Notary Public Signature Line
SIMON ROSIN
Name of Notary Public

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Frank Maggese
Frank Maggese

DATED: August 15, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 15 AM 11:38