

P97000086274

FINLEY & ASSOCIATES, P.A.
ATTORNEYS AT LAW

SUITE #520
WEST PALM BEACH, FLORIDA 33401-2215
TELEPHONE: (407) 478-9930
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CHANDLER R. FINLEY

ANTOINETTE MANCUSI

ADMITTED TO FLORIDA BAR
ADMITTED TO U.S. DIST. CT. SO. FLA.
AMERICAN IMMIGRATION LAWYERS ASSOCIATION
FEDERAL BAR ASSOCIATION
INTERNATIONAL BAR ASSOCIATION

July 23, 1997

BOCA RATON OFFICE:
SUITE 300
1515 N. FEDERAL HWY.
BOCA RATON, FL 33432
TEL: 407-367-0575
FAX: 407-478-9945

CORRESPONDENT OFFICES:
BRUSSELS
LONDON
PARIS
TORONTO

Via Certified Mail Z 404 167 015
Return Receipt Requested

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

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-07/30/97--01103--008
*****78.75 *****78.75

RE: ARTICLES OF INCORPORATION FOR CORPORATE JOB SEARCH, INC.

Dear Sir/Madam:

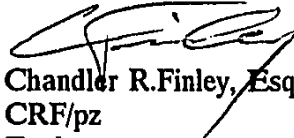
Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above referenced corporation. Upon filing, please return the "stamped" copy of the Articles of Incorporation to this office.

Our check in the amount of \$78.75 is enclosed for payment of the filing fees.

Your prompt attention to this matter is appreciated.

Sincerely

FINLEY & ASSOCIATES, P.A.


Chandler R. Finley, Esq.
CRF/pz
Enclosure
c: Corporate Job Search, Inc.

FILED
97 OCT -6 AM 9 28
TALLAHASSEE, FLORIDA


7/31/97

FINLEY & ASSOCIATES, P.A.
ATTORNEYS AT LAW

SUITE #520
1645 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33401-2215
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CORRESPONDENT OFFICES:
BRUSSELS
LONDON
PARIS
TORONTO

September 10, 1997

Ms. Dana Calloway
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: SUBJECT: CORPORATE JOB SEARCH, INC.

REF. NUMBER: W97000017658

Letter Number: 997A000
39089

Dear Ms. Calloway:

Thank you very much for your letter of July 31, 1997. Pursuant to your request, I have eliminated any inconsistencies "wherever the registered agent and street address appears" in the document.

Thank you very much for your attention in this matter.

Sincerely,

FINLEY & ASSOCIATES, P. A.


Chandler R. Finley, Esq.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 17, 1997

CHAMDLER R. FINLEY, ESQUIRE
SUITE 520
1645 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FL 33401-2215

SUBJECT: CORPORATE JOB SEARCH, INC.
Ref. Number: W97000017658

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

YOUR LETTER STATES THE REGISTERED ADDRESSES ARE CONSISTANT. ARTICLE V AND THE REGISTERED AGENTS DESIGNATION PAGE #2 ARE INCONSISTANT.

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 797A00046136



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 31, 1997

CHAMDLER R. FINLEY, ESQUIRE
SUITE 520
1645 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FL 33401-2215

SUBJECT: CORPORATE JOB SEARCH, INC.
Ref. Number: W97000017658

We have received your document for CORPORATE JOB SEARCH, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

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 (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 997A00039089

AUG 04 1997

ARTICLES OF INCORPORATION
OF
CORPORATE JOB SEARCH, INC.

FILED
97 OCT -6 AM 9:28
SECRET
TALLAHASSEE, FLORIDA

Article I

Name

The name of this corporation is **CORPORATE JOB SEARCH, INC..**

Article II

Principal Office Address

The principal office of the Corporation is located at: 1645 Palm Beach Lakes Blvd., Suite 520, West Palm Beach, Florida 33401.

Article III

Capital Stock

This corporation is authorized to issue 1,000 shares of common stock with no par value.

Article IV

Pre-Emptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1645 Palm Beach Lakes Blvd., Suite 520, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at that office is Marc Veltenhelmer.

Article VI
Incorporator

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

Marc Veltenheimer 4631 Sutton Terrace South
West Palm Beach, Florida 33415

Article VII
Initial Board of Directors

This corporation shall have one director 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. The name and address of the initial director of this corporation is:

Marc Veltenheimer 4631 Sutton Terrace South
West Palm Beach, Florida 33415

Article VIII
Indemnification

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of September 1997.



Marc Veltenheimer

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of §607.0501, Florida Statutes, the undersigned corporation, organized under the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.


1. The name of the corporation is:

Corporate Job Search, Inc.

2. The name and address of the registered agent and office is:

**Marc Veitenheimer
1645 Palm Beach Lakes Blvd., Suite 520
West Palm Beach, Florida 33401**

The undersigned, Marc Veitenheimer, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.



Marc Veitenheimer, Registered Agent

FILED
97 OCT -6 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA