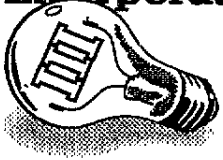


**Innovative  
Investments  
Incorporated**



097000096476

8453-4 Gardens Circle  
Sarasota, Florida 34243  
Phone: (941) 355-0905

September 31, 1997

Secretary of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

000002324720--8  
-10/20/97--01153--001  
\*\*\*122.50 \*\*\*122.50

**RE: Professional Client Services, Inc.**

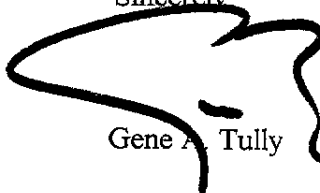
Gentlemen:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for Professional Client Services, Inc., together with the filing fee of \$122.50.

Please return the confirmation as soon as possible.

Thank you for your assistance and cooperation in this matter.

Sincerely

  
Gene A. Tully

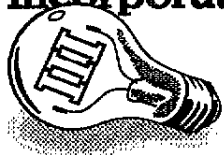
GT:mt  
Enclosure

2545  
W97-24062

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 12 PM 2:11

11/12/97

**Innovative  
Investments  
Incorporated**



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 12 PM 2:11

8453-4 Gardens Circle  
Sarasota, Florida 34243  
Phone: (941) 355-0905

November 6, 1997

Claretha Golden  
Document Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**RE: Professional Client Services, Inc.**

Dear Ms. Golden:

This will acknowledge your letter dated October 22, 1997 to me, a copy enclosed for your easy reference. We have changed the name from "~~Professional Services, Inc.~~" to "Professional Client Services, Inc." It was our original intention to name it "Professional Client Services, Inc., but in error put Professional Services, Inc.

You still have possession of our check, (check number 4047 dated September 30, 1997 made payable to Secretary of State, a copy enclosed for your information) and I enclose to you at this time the original and one copy of the Articles of Incorporation, together with your letter of October 22, 1997.

Please once filing this Articles of Incorporation, return a copy to us.

Thank you for your assistance and cooperation in this matter.

Sincerely,

Gene Tully  
(Signed in absence to avoid delay)

GT:mt  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 12 PM 2:11

October 22, 1997

INNOVATIVE INVESTMENTS INC.  
ATTN: GENE A. TULLY  
8453-4 GARDENS CIRCLE  
SARASOTA, FL 34243

SUBJECT: PROFESSIONAL SERVICES, INC.  
Ref. Number: W97000024062

We have received your document for PROFESSIONAL SERVICES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 297A00051538

FILED  
SECRETARY OF STATE  
CORPORATIONS  
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**ARTICLES OF INCORPORATION**

**OF**

**PROFESSIONAL CLIENT SERVICES, INC.**

**ARTICLE I**  
**CORPORATION NAME**

The name of the corporation shall be PROFESSIONAL CLIENT SERVICES, INC., a Florida corporation.

**ARTICLE II**  
**DURATION**

This Corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III**  
**PRINCIPAL OFFICE**

The address of the principal office and mailing address of the Corporation is 7207 South Tamiami Trail, Sarasota, Florida 34231.

**ARTICLE IV**  
**PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE V**  
**CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of no par value common stock which shall be designated as "common shares". All of the common stock shall be issued and transferred to Wayne David Boone, pursuant to subscription thereafter under Florida Statutes 607.0621.

**ARTICLE VI**  
**PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this corporation, 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 VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is: 7207 South Tamiami Trail, Sarasota, Florida 34231 and the initial registered agent of this Corporation at that address is: Wayne David Boone.

**ARTICLE VIII**  
**INITIAL OFFICERS**

The initial officers of the Corporation are:

<b><u>Name</u></b>	<b><u>Title</u></b>
Wayne David Boone	President/Treasurer
James E. Gore	Vice President/Secretary

**ARTICLE IX**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws; The name and address of the initial Board of Directors of the Corporation is:

<b><u>Name</u></b>	<b><u>Address</u></b>
Wayne David Boone	7207 South Tamiami Trail Sarasota, Florida 34231
James E. Gore	7207 South Tamiami Trail Sarasota, Florida 34231

**ARTICLE X**  
**INCORPORATION**

The name and address of the Incorporators signing these articles is:

<b><u>Name</u></b>	<b><u>Address</u></b>
Wayne David Boone	7207 South Tamiami Trail Sarasota, Florida 34231

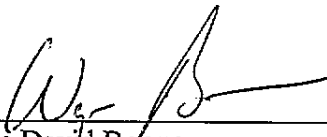
**ARTICLE XI**  
**INDEMNIFICATION**

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

**ARTICLE XII**  
**AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these Articles of Incorporation this 30 day of September, 1997.

  
\_\_\_\_\_  
Wayne David Boone  
Incorporator

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 12 PM 2:11

**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

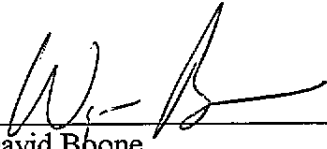
In compliance with Section 48.091, Florida Statutes, the following is submitted:

**PROFESSIONAL CLIENT SERVICES, INC.,** desiring to organize as a corporation under the laws of the State of Florida with its initial office at 7207 South Tamiami Trail, Sarasota, Florida 34231, hereby designates Wayne David Boone as its Initial Registered Agent at that address to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

HAVING BEEN NAMED to accept service of process for the above named 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 relating to the proper and complete performance of my duties as Registered Agent.

Dated this 30 day of September, 1997.

  
\_\_\_\_\_  
Wayne David Boone