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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sunstate Research
Requestor's Name

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City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Pacer Federal Services Inc
(Corporation Name) (Document #) 1
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
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 Certificate of Status

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

K. Rolfe DEC 18 1997

Examiner's Initials	
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ARTICLES OF INCORPORATION
OF
PACER FEDERAL SERVICES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

PACER FEDERAL SERVICES, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The aggregate number of shares that this corporation shall have authority to issue shall be One Thousand (1,000) Common shares, all of which shall be with without par value.

ARTICLE IV

The street address of the initial registered office of this corporation shall be 551 S.E. 8th Street, Suite 600, Delray Beach, Florida 33483, and the name of the initial registered agent of this corporation at such address is Marc J. Odrobina.

ARTICLE V

The principal place of business and mailing address of this corporation shall be 551 S.E. 8th Street, Suite 600, Delray Beach, Florida 33483.

The undersigned incorporator has executed these Articles of Incorporation this 9th day of December, 1997.



Fred Larison
307 Hamilton Street
Albany, New York 12210

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

In compliance with the provisions of Section 607.0501, Florida Statutes, **PACER FEDERAL SERVICES, INC.**, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

FIRST: The name of the corporation is:

PACER FEDERAL SERVICES, INC.

SECOND: The name and address of the registered agent and office is:

Marc J. Odobina
551 S.E. 8th Street
Suite 600
Delray Beach, Florida 33483

HAVING BEEN named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this day of December, 1997

Marc J. Odobina
Marc J. Odobina