



THE UNITED STATES
CORPORATION
COMPANY

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ACCOUNT NO. : 072100000032 DIVISION OF CORPORATION

REFERENCE : 674408 7111992

AUTHORIZATION :

Patricia J. J. J.

COST LIMIT : \$ 70.00

ORDER DATE : January 20, 1998

ORDER TIME : 10:14 AM

ORDER NO. : 674408-005

CUSTOMER NO: 7111992

CUSTOMER: Ms. Ellie Overbeck
LAW OFFICES OF HOWARD M. NEU,
P.A.
1152 N University Drive

100002404931--3

Pembroke Pines, FL 33024-5031

DOMESTIC FILING

NAME: CAREER ASSIST CENTER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

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1/21/98

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 20 AM 9:16

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 20 AM 9:46

ARTICLES OF INCORPORATION
OF
CAREER ASSIST CENTER, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CAREER ASSIST CENTER, INC.

The address of the principal office of this corporation shall be 9260 Southwest 54th Street, Cooper City, Florida 33328, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

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

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Marilyn Kaplan Pres.	9260 Southwest 54th Street Cooper City, Florida 33328
Esther Zeitchik Sec./Treas.	Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on January 20, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

GLS/das