

P98000011178



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 692048 81181A

AUTHORIZATION *Patricia P. Pitt*
COST LIMIT : \$ 122.50

ORDER DATE : February 3, 1998

ORDER TIME : 2:07 PM

ORDER NO. : 692048-005

400002420634--0

CUSTOMER NO: 81181A

CUSTOMER: Alan L. Gabriel, Esq
ALAN L. GABRIEL, ESQ

Penthouse E
2455 E. Sunrise Blvd.
Ft. Lauderdale, FL 33304

DOMESTIC FILING

NAME: FACILITEC, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

EXAMINER'S INITIALS:

RECEIVED
FILED
98 FEB -3 PM 3:35 98 FEB -3 PM 12:32
DIVISION OF CORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc 2/4/98

FILED

98 FEB -3 PM 12:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FACILITEC, INC.

The undersigned, acting as Incorporator of a corporation under the Florida Business corporation act, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME

The name of the corporation shall be FACILITEC, INC.

ARTICLE II.

PRINCIPAL OFFICE/MAILING ADDRESS

The mailing address of the corporation is 10120 NW 53 Street, Sunrise, Florida 33351. The street address of the principal office of this corporation shall be 10120 NW 53 Street, Sunrise, Florida 33351.

ARTICLE III.

CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue is 1,000, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE IV.

REGISTERED AGENT

The corporation has designated as its Registered Agent, JERRY DANIEL RUDD. The street address of the initial registered office of the corporation shall be 10120 NW 53 Street, Sunrise, Florida 33351.

ARTICLE V.

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI.

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may

from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VII.

SPECIAL PROVISION

It is the intent of the incorporators that this corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII.

OFFICERS AND DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to

any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the corporation's articles of incorporation or the by-laws, but shall never be less than one. The name and street address of the initial members of the Board of Directors and officers of the corporation are:

DIRECTOR PRESIDENT AND TREASURER:

JERRY DANIEL RUDD
10120 NW 53 Street, Sunrise, Florida 33351

DIRECTOR, VICE PRESIDENT AND SECRETARY:

DANNY W. CYR
10120 NW 53 Street, Sunrise, Florida 33351

ARTICLE IX.

INCORPORATORS

The name and street address of the incorporator(s) to these Articles of Incorporation is:

JERRY DANIEL RUDD
10120 NW 53 Street, Sunrise, Florida 33351

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

2nd day of February, 1998.

Witnesses:

Sign Kathleen G. Clark
Print KATHLEEN G. CLARK

Sign Alan L. Gabriel
Print ALAN L. GABRIEL

Sign Jerry Daniel Rudd
JERRY DANIEL RUDD

FILED

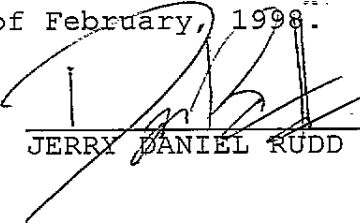
ACCEPTANCE OF REGISTERED AGENT

98 FEB -3 PM 12:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, JERRY DANIEL RUDD, being a resident of the State of Florida and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

EXECUTED this 2nd day of February, 1998.



JERRY DANIEL RUDD

ARTICLES.INC
art.inc