

P98000038598



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 798052 9029A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizzuto

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 28 AM 9:34

ORDER DATE : April 28, 1998

ORDER TIME : 11:01 AM

ORDER NO. : 798052-005

CUSTOMER NO: 9029A

400002504164--7

CUSTOMER: Kathy Moro, Legal Assistant
FRANK EFFMAN WEINBERG & BLACK,
P.A.
Second Floor
8000 Peters Road
Plantation, FL 33324

DOMESTIC FILING

NAME: URBAN SOLUTIONS, 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: Stacy L Earnest

EXAMINER'S INITIALS:

RECEIVED
98 APR 28 PM 3:22
DIVISION OF CORPORATION

g-1/29/98

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ARTICLES OF INCORPORATION
OF
URBAN SOLUTIONS, 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:

URBAN SOLUTIONS, INC.

The address of the principal office of this corporation shall be 210 University Drive, Suite 300, Coral Springs, Florida 33071 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 400 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 c/o Frank Effman Weinberg & Black, P.A., 8000 Peters Road, Second Floor, Plantation, Florida 33324, name of the initial registered agent of the corporation at that address is Steve Weinberg.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

| | |
|----------------|---------------------------------|
| Robert S. Cohn | 210 University Drive, Suite 300 |
| Dir. | Coral Springs, Florida 33071 |

| | |
|-------------------|------|
| Rohn Ernest-Jones | Same |
| Dir. | |

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

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 28, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

CLD/sle

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CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, 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.

1. The name of the corporation is: URBAN SOLUTIONS, INC.

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

Frank Effman Weinber & Black, P.A.

(Name)

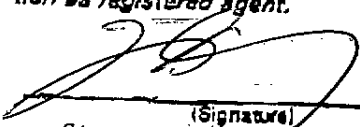
8000 Peters Road, Second Floor

(P.O. Box or Mail Drop Box ~~NOT~~ acceptable)

Plantation, Florida 33324

(City/State/Zip)

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)
Steve Weinberg

4-28-98
(Date)