

8/14/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

1:24 PM

((H98000015145 9))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255
FAX #: (305) 541-3770

NAME: MEMCOR, INC.

AUDIT NUMBER.....H98000015145

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

Connect: 00:04:45

FILED
98 AUG 20 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-20-98
JMM



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 14, 1998

EMPIRE

SUBJECT: MEMCOR, INC.
REF: W98000018599

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

THE CONFLICT IS MEMCORP, INC., DOCUMENT NUMBER P94000070445.

If you have any further questions concerning your document, please call (850) 487-6928.

Michelle Milligan
Document Specialist

FAX Aud. #: H98000015145
Letter Number: 298A00042368

HA98000015145

**ARTICLES OF INCORPORATION
OF
MEMCOR OF SOUTH FLORIDA, INC.**

FILED
98 AUG 20 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is **MEMCOR OF SOUTH FLORIDA, INC.** The principal address of the corporation is: 5140 NE 28th Avenue, Lighthouse Point, FL 33064.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose for which the corporation is organized is the transaction of any and/or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100) Shares of no par value stock.

ARTICLE V

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1000.00 consisting of money, labor done or property actually received.

ARTICLE VI

The street address of its initial registered office is 2806 N. University Drive, Sunrise, FL 33322. The name of its initial registered agent at such address is Joel E. Greenberg.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation


JOEL E. GREENBERG

Joel E. Greenberg, P.A.
Joel E. Greenberg, Esq.
2806 N. University Drive
Sunrise, FL 33322
FBN 983070

(954) 749-0055

HA98000015145

H98000015145

ARTICLE VII

The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successor(s) is elected and qualified is:

NAME	MAILING ADDRESS
Joseph A. Memoli	5140 NE 28th Avenue Lighthouse Point, FL 33064

ARTICLE VIII

The Board of Directors is empowered to make, alter, or repeal the By-laws of the corporation without restriction of their powers conferred by statute.

ARTICLE IX

The name and address of each incorporator is:

NAME	MAILING ADDRESS
Joel E. Greenberg	2806 N. University Drive Sunrise, FL 33322

FILED
 98 AUG 20 PM 3:28
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Joel E. Greenberg
 Incorporator

ARTICLE X

The powers of the incorporator(s) cease upon the filing of the Articles of Incorporation.

5151000015145