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CHARLES PERRY, ATTORNEY
1100 Cleveland Street, Suite 900
Clearwater, FL 34615
(813) 442-9330 Fax: 461-1872

April 21, 1999

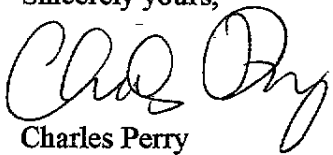
Secretary of State
Division of Corporations
New Filings
PO Box 6327
Tallahassee, FL 32314

PRO DOCS, Inc.

Dear Sir:

Enclosed please find the original and one copy of the articles of incorporation. I need a certificate of status for the company and the stamped copies returned. Thank you. A check for \$78.~~00~~ is enclosed.

Sincerely yours,


Charles Perry

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*****78.75 *****78.75

EFFECTIVE DATE
4-19-99

FILED
99 APR 23 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
4/27/99

ARTICLES OF INCORPORATION
OF
PRO DOCS, INC.

FILED
99 APR 23 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

1. The name of the corporation is PRO DOCS, INC.
2. The period of its duration is perpetual.
3. The purpose of the corporation is to engage in document retrieval services and to engage in any businesses or activities which are permitted under the laws of the United States and the State of Florida.
4. The corporation shall have authority to issue 10,000 shares of one dollar par value common stock.
5. The address of the corporation's initial registered office is 1100 Cleveland Street, Clearwater, FL 33755. The name of the registered agent at such address is Charles Perry.
6. The principal office of the corporation is 1385 Melon Street, Tarpon Springs, FL 34689.
7. The number of directors constituting the initial Board of Directors is three, whose names and addresses are: Reuvein Marcus, 240 Windward Passage #102, Clearwater, FL 33767; Beverly Bowen, 1385 Melon Street, Tarpon Springs, FL 34689; and Wendy Cooley-Lannoye, 1385 Melon Street, Tarpon Springs, FL 34689.
8. The name and address of the incorporator is Charles Perry, 1100 Cleveland St., Clearwater, FL 33755.
9. The Board of Directors shall have authority to adopt a seal and stock certificates for the

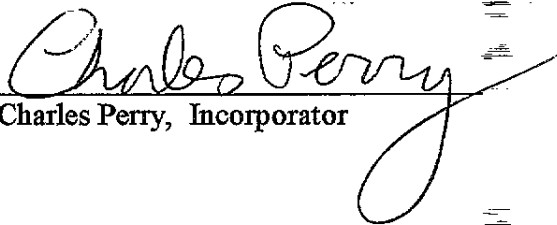
EFFECTIVE DATE
4-19-99

use of the corporation.

10. The corporation is authorized to succeed a defacto corporation, Professional Document Services of South Florida, Inc. Through an administrative error, the articles of incorporation of this de facto corporation were never filed. Any business conducted by this entity from November of 1998 onward is confirmed and ratified. The corporation is also authorized to operate as partners of the defacto corporation until sucession can be accomplished.

11. The corporation shall indemnify each director to the fullest extent permitted by law.


12. Corporate existence shall begin on April 19, 1999.


Charles Perry, Incorporator

STATE OF FLORIDA)
) S.S.
COUNTY OF PINELLAS)

Before me, the undersigned authority, personally appeared Charles Perry, well known to me to be the person described in and who subscribed the forgoing Articles of Incorporation and did freely and voluntarily acknowledge before me, according to law, that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Clearwater, in the county and state aforesaid on April 21, 1999.


NOTARY PUBLIC
KATHY BAIRD
Notary Public, State of Florida
My Commission Expires, Jan. 11, 2002
Comm. No. CC707345

My commission expires: _____
Personally Known / OR Produced Identification _____
Type of Identification Produced _____

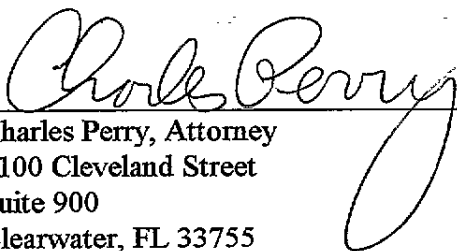
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

In compliance with Section, 48.901, Florida Statutes, the following is submitted:

1. PRO DOCS, INC. has named Charles Perry as its agent to accept service of process within Florida. The designation is contained in the Articles of Incorporation of such corporation.

2. Having been so named to accept service of process for the above corporation, at the place designated in this certificated, I hereby agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

DATED at Clearwater, Florida on April 21, 1999.



Charles Perry, Attorney
1100 Cleveland Street
Suite 900
Clearwater, FL 33755
(727) 442-9330

FILED

APR 23 PM 12:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA