

P 990004266



THE UNITED STATES CORPORATION COMPANY

FILED
99 MAY -6 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 230926 162199A
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : May 6, 1999
ORDER TIME : 12:46 PM
ORDER NO. : 230926-005
CUSTOMER NO: 162199A

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-05/06/99--01082--013
*****78.75 *****78.75

CUSTOMER: Rick M. Morse, Cpa
RICK M. MORSE, CPA, P.A.
RICK M. MORSE, CPA, P.A.
Suite 201
7800 N. University Drive
Tamarac, FL 33321

DOMESTIC FILING

RECEIVED
99 MAY -6 PM 1:54
SECRETARY OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

NAME: LERNER ASSOCIATES, 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: Tamara Odom

EXAMINER'S INITIALS: PAH 5/6/99

ARTICLES OF INCORPORATION
OF
LERNER ASSOCIATES, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation shall be :

LERNER ASSOCIATES, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of EXECUTIVE RECRUITER and transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 2500 shares of \$ 1 par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is:

9858 GLADES ROAD, SUITE #175
BOCA RATON, FL 33434

and the name of the initial registered agent of this corporation at the above address is:

DR. JEFFREY LERNER

ARTICLE V

DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

DR. JEFFREY LERNER
9858 GLADES ROAD, SUITE #175
BOCA RATON, FL 33434

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles is:

DR. JEFFREY LERNER
9858 GLADES ROAD, SUITE #175
BOCA RATON, FL 33434

ARTICLE VII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officer or director or former officer or former director to the full extent permitted by law.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 25th DAY of February 1999

x Jeffrey Lerner, M.D.

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 25th DAY of February, 1999 DR. JEFFREY LERNER appeared before me the undersigned authority, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same, freely and voluntarily for the purpose therein expressed.

Rick M. Morse
Notary Public

ss: My Commission Expires:

 RICK M. MORSE
COMMISSION # CC 594653
EXPIRES NOV 8, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
99 MAY -6 PM 2:53
TALLAHASSEE FLORIDA

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES. THE FOLLOWING IS SUBMITTED;

LERNER ASSOCIATES, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF BOCA RATON, FLORIDA HAS NAMED DR. JEFFREY LERNER AT 9858 GLADES ROAD SUITE #175, BOCA RATON, FLORIDA 33434 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE > Jeffrey Lerner
CORPORATE OFFICER
TITLE > President
DATE > 2-25-99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE x J. Lerner
DATE ~ 2-25-99