| TALLAHASSEE, FL 32301<br>222-1173<br>FILING COVER SHEET<br>ACCT. #FCA-14   | D99000000000  |
|--|---|
| CONTACT:  DATE:  REF. #:  CORP. NAME:  | CINDY HICKS  8.19.99  -08/19/99-01005-025  ******78.75  *****78.75  National Program Managers, Inc  |
| ARTICLES OF INCORPORAT  ( ) ANNUAL REPORT  ( ) FOREIGN QUALIFICATION  ( ) REINSTATEMENT  ( ) CERTIFICATE OF CANCELL  ( ) OTHER:  STATE FEES PREPAIR  AUTHORIZATION FOR | ( ) TRADEMARK/SERVICE MARK ( ) FICTITIOUS NAME  ( ) LIMITED PARTNERSHIP ( ) LIMITED LIABILITY  ( ) MERGER ( ) WITHDRAWAL A SOLUTION  ( ) UCC-1 ( ) UCC-3 A SOLUTION  ( ) UCC-3 A SOLUTION |
| PLEASE RETURN:  () CERTIFIED COPY  (Examiner's Initials  | COST LIMIT: \$  |

**CCRS** 

## ARTICLES OF INCORPORATION

OF

# NATIONAL PROGRAM MANAGERS, INC.

99 AUG 19 AM II: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

#### ARTICLE ONE

## NAME

The name and principal address of the Corporation is:

## NATIONAL PROGRAM MANAGERS, INC.

whose address is 125 North 46 Avenue, Hollywood, FL 33021.

#### ARTICLE TWO

## **DURATION**

The term of existence of the Corporation is perpetual.

## **ARTICLE THREE**

#### **PURPOSE**

The Corporation may transact any and all lawful business for which corporations may incorporate under the Florida General Corporation Act.

### ARTICLE FOUR

### CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 5,000 shares, all of which shall be common shares with a par value of One Dollars (\$1.00).

#### ARTICLE FIVE

## PRE-EMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation, and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### <u>ARTICLE SIX</u>

## **REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is: 125 North 46 Avenue, Hollywood, FL 33021, and the name of the initial Registered Agent is at such address is Bruce M. Gottlieb.

#### ARTICLE SEVEN

## **DIRECTORS**

The Board of Directors of the Corporation shall consist of one (1). The number of Directors is to be set by the Shareholders at a meeting called for that purpose.

The names and addresses of the first Board of Directors are: **NAME ADDRESS** BRUCE M. GOTTLIEB 125 North 46 Avenue Hollywood, FL 33021 ARTICLE EIGHT INCORPORATORS The name and address of the Incorporator is: NAME BRUCE M. GOTTLIEB 125 North 46 Avenue Hollywood, FL 33021 IN WITNESS WHEREOF, I have subscribed my name, on this 13th day of I AM HEREBY FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION. Incorporator and Registered Agent STATE OF FLORIDA COUNTY OF BROWARD The foregoing Articles of Incorporation was acknowledged before me this day of

1999, by BRUCE M. GOTTLIEB, who is personally known to me, or who has

NOTARY PUBLIC:

By: Chapla Williams
Print: Angela Williams
My Commission Expires:

OFFICIAL NOTARY SEAL
ANGELA WILLIAMS
COMMISSION NUMBER
CC669850

as identification and who did take an oath.