

P99000085294

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FROM:

Applied Management Services Corporation
2821 Hardee Dr.
Sarasota, Florida
34231

941-927-6329

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-09/27/99--01120--008
*****78.75 *****78.75

DEAR CORPORATIONS DIVISION:

Please find enclosed:

1. An original Articles of Incorporation and two copies for the above named corporation.
2. A certified check or money order in the amount of \$78.75 for filing fees. A certified copy is requested.

Please send responses or receipts concerning this filing to the above address. Thank you very much.

Date: September 26, 1999

Name of Incorporator: Clifton E. Carothers

Signature of Incorporator:

Clifton E. Carothers

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP 27 PM 1:44

IT APPROVED
AND
FILED

9/27

**ARTICLES OF INCORPORATION
OF
APPLIED MANAGEMENT SERVICES CORPORATION**

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned Incorporator adopts and submits these Articles of Incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the corporation is:
Applied Management Services Corporation

Article 2. The principal place of business and mailing address of this corporation is:
2821 Hardee Drive, Sarasota, Florida, 34231

Article 3. The corporation is authorized to issue one class of stock, that being 10,000 shares of 0.01 par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and street address of the corporation's initial registered agent is:
Clifton E. Carothers, 2821 Hardee Drive, Sarasota, Florida, 34231

Article 5. The name and address of the incorporator of this corporation is:
Clifton E. Carothers, 2821 Hardee Drive, Sarasota, Florida, 34231

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty unless the breach is a result of self-dealing, intentional misconduct or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned Incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: September 26, 1999

Name of Incorporator: Clifton E. Carothers

Signature of Incorporator:

Clifton E. Carothers

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to section 607.0501 of the Florida Business Corporation Act, the Applied Management Services Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

The name and address of the corporation's registered agent and registered office is:

Clifton E. Carothers

2821 Hardee Dr.
Sarasota, Florida
34231

Having been named as the 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 of registered agent:

Clifton E. Carothers

Date of Signature:

9/26/99

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED