

P99000099266
Quarles & Brady LLP

411 East Wisconsin Avenue
Milwaukee, Wisconsin 53202-4497
Tel 414.277.5000
Fax 414.271.3552
www.quarles.com
November 9, 1999

Attorneys at Law in:
Chicago (Quarles & Brady LLC)
Madison
Naples
Phoenix
West Palm Beach

VIA OVERNIGHT UPS

Florida Secretary of State
Corporation Division
409 East Gaines Street
Tallahassee FL 32399

800003041008--0
-11/10/99-01058--006
*****70.00 *****70.00

RE: Numbers@Work, Inc.

Dear Sir/Madam:

Enclosed for filing are the following documents submitted on behalf of the above corporation:

1. Original and one photocopy of Articles of Incorporation (with attached registered agent designation and acceptance).
2. Our check in the amount \$70 in payment of your filing fees.

Please return a file-stamped copy of the Articles of Incorporation to me. A postpaid envelope is provided for your convenience.

Very truly yours,

Susan Lapinski
Susan T. Lapinski
Legal Assistant

TALLAHASSEE, FLORIDA

99 NOV 10 AM 10:43

FILED

Enclosures
900961.20009

cc: Marta S. Levine, Esq. (w/encl)

gjc 11/12

ARTICLES OF INCORPORATION
OF
NUMBERS@WORK, INC.

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I
Name

The name of the corporation is Numbers@Work, Inc.

ARTICLE II
Principal Office and Mailing Address

The address of the principal office of the corporation is 100 Almeria Avenue, Suite 230, Coral Gables, Florida 33134, and the mailing address of the corporation is the same.

ARTICLE III
Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of one cent (\$.01) per share.

ARTICLE V
Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

FILED
99 NOV 10 AM 10:43
HALL COUNTY, FLORIDA

ARTICLE V
Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VI
Registered Office and Agent

The address of the initial registered office of the corporation is 222 Lakeview Avenue, Suite 400, West Palm Beach, Palm Beach County, Florida 33402-3188, and the name of its initial registered agent at such address is Florida-Lawdock, Inc.

ARTICLE VII
Incorporator

The name and address of the incorporator is Marta S. Levine, Quarles & Brady LLP, 411 East Wisconsin Avenue, Milwaukee, Wisconsin 53202-4497.

Executed this 8 day of November, 1999.


Marta S. Levine

STATE OF WISCONSIN)
) SS
COUNTY OF MILWAUKEE)

The foregoing instrument was acknowledged before me this 8th day of November, 1999, by Marta S. Levine, who is personally known to me and who did not take an oath.





Title: Notary Public, State of Wisconsin
My commission ~~expires~~: is permanent

CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND
REGISTERED OFFICE FOR SERVICE OF PROCESS.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

1. That Numbers@Work, Inc., desiring to organize under the laws of the State of Florida, has named Florida-Lawdock, Inc., located at 222 Lakeview Avenue, Suite 400, West Palm Beach, Palm Beach County, Florida 33402-3188, as its agent to accept service of process within Florida.

Marta S. Levine
Marta S. Levine, Incorporator
Dated: November 8, 1999

2. That, 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 agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

FLORIDA-LAWDOCK, INC., Registered Agent

By: Susan T. Lapinski
Susan T. Lapinski
Assistant Secretary

Dated: November 8, 1999

TALLAHASSEE, FLORIDA
99 NOV 10 AM 10:43

FILED