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SHANKMAN TANCREDO & Co.
A LIMITED COMPANY

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2002 APR 12 AM 8:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER – FLORIDA LIMITED LIABILITY COMPANY

March 28, 2002

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

Re: **Tampa Bay Staffing, L.L.C.**

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-04/12/02--01042--002
***302.50 ***135.00

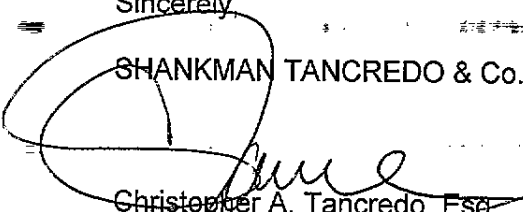
Dear Sir of Madam:

Enclosed herewith please find an original and one (1) copy of the Article of Organization with the incorporated Affidavit for the above referenced company. Additionally, please find enclosed a check in the amount of three hundred and two dollars 50/100 (\$302.50), payable to the Florida Department of State for the payment of your departments services as follows (\$250.00 Filling Fee for Articles of Organization and Affidavit, \$35.00 for the Designation of the Registered Agent, and \$17.50 for two (2) certificates of status).

Thank you in advance for your cooperation and please forward the acknowledgment to this firm, which represents the interests this newly formed company. Any questions that you may have concerning this entity please direct to my office at the numbers provided below.

Sincerely,

SHANKMAN TANCREDO & Co., L.C.


Christopher A. Tancredo, Esq.
For the Firm

J. BRYAN APR 17 2002

Articles of Organization

Florida Limited Liability Company

PREAMBLE

We the Undersigned founding and managing members, pursuant to Chapter 608, et seq., Florida Statutes, do hereby establish according to law, a Florida Limited Liability Company for the purpose of conducting such lawful business activities as may be provided for by law.

ARTICLE I. - COMPANY NAME

In accordance with § 608.406, Fla. Stat., the name of the limited liability company shall be:

TAMPA BAY MEDICAL STAFFING, L.C.

ARTICLE II. - COMPANY ADDRESS

The address of the initial principle office of this limited liability company shall be:

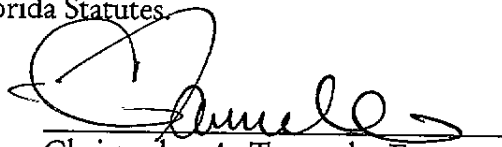
11724 Nicklaus Circle, Tampa, Florida 33624-4538

ARTICLE III. - REGISTERED AGENT

The name and the street address of the initial registered agent for the limited liability company shall be as follows:

Christopher A. Tancredo, Esq.
SHANKMAN TANCREDO & CO., L.C.
The Mann Building
110 E. Reynolds Street, Second Floor
Plant City, Florida 33566-3370

I, Christopher A. Tancredo, Esq., having been named as Registered Agent to accept service of process for Tampa Bay Medical Staffing, L.C., the aforementioned Florida limited liability company, at its designated company address as appears within this Certificate, do hereby accept appointment as Registered Agent of same and agree to in said capacity until such time as I cause to be filed with the Florida Department of State, a duly executed statement of resignation. I further agree to comply with the provisions of all statute relating to the proper and complete performance of my duties, and certify hereby that I am familiar with and accept the obligations of my appointment as enumerated in Chapter 608, Florida Statutes.


Christopher A. Tancredo, Esq.

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ARTICLE IV. - MANAGEMENT

The management of, and the power to adopt, alter, amend or repeal the regulations of the limited liability company is vested in its initial members and such additional or replacement members as may be authorized in these Articles of Organization and the company's regulations. Management authority shall vest in said members in proportion to their contributions of capital, property and/or services rendered to the limited liability company. Therefore, the limited liability company of Tampa Bay Staffing, L.C. shall have NO manager, and no manager as contemplated in § 608.422, Fla. Stat. is authorized.

ARTICLE V. - TERM AND DATE OF EXISTENCE

This limited liability company shall exist upon the proper filing and recordation of these Articles of Organization with the Department of State. The limited liability company shall thereafter exist in perpetuity, or until such time as it is lawfully dissolved by its managing members, terms of these Article or operation of law, as provided for by law.

ARTICLE VI. - CAPITAL CONTRIBUTIONS

The contribution of a member of the limited liability company may be made in case, property or services rendered to, or on behalf of the limited liability company. Any obligation of a member to make a contribution or return money or other property paid or distributed in violation of Chapter 608 *et seq.*, Fla. Stat, may be compromised by unanimous consent of the members of the limited liability company.

ARTICLE VIII. - INITIAL MEMBERS

This limited liability company shall have three initial and founding managing members. The names and addresses of said initial and founding managing members are:

Darryl T. Blanton	Robin Langfeldt	Edward O'Brien
11724 Nicklaus Circle	11724 Nicklaus Circle	11724 Nicklaus Circle
Tampa, Florida 33624-4538	Tampa, Florida 33624-4538	Tampa, Florida 33624-4538

ARTICLE VIII. - ADDITIONS OR SUBTRACTIONS OF MEMBERS

The limited liability company may add or substitute members by unanimous written consent of the then existing members.

ARTICLE IX. - TERMS OF DISSOLUTION

The limited liability company shall be dissolved upon the death, retirement, resignation, expulsion or bankruptcy of any of its founding managing members. Further, the limited liability company shall be dissolved upon the incapacitation or other disability of either of its founding managing members, such that he or she is unable to perform the duties of his or her office.

ARTICLE X. - VOTING BY MEMBERS

Each managing members shall be entitled to one vote on matters relating to the limited liability company, unless otherwise limited by applicable law.

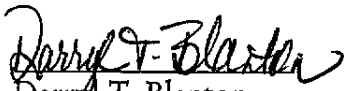
ARTICLE XI. - PROFIT/LOSS ALLOCATION

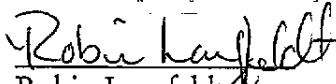
The profits and losses of the aforementioned limited liability company shall be distributed and allocated among and between the members according to applicable law.

ARTICLE XII. - INDEMNIFICATION

The limited liability company Tampa Bay Staffing, L.C., shall hereby indemnify and hold harmless its managing members of all acts within the scope of their duties, provided said managing members are acting in good faith and in a manner reasonably believed to be in the best interest of the limited liability company.

We the Undersigned initial and founding managing members have executed these Articles of Organization on this the day of April 01, 2002.


Darryl T. Blanton
MANAGING MEMBER


Robin Langfeldt
MANAGING MEMBER

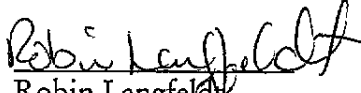

Edward O'Brien
MANAGING MEMBER

AFFIDAVIT

We the Undersigned initial and founding members of Tampa Bay Staffing, L.C., do hereby affirm that there exists the statutory minimum of two members of the aforementioned limited liability company as required by § 608.407(h)(2), and further that each of the three managing members listed below of the limited liability company have equally contributed the sum of five hundred dollars 00/100 (\$500.00) to creation of same.

Executed this, the 01 day of April 2002.


Darryl T. Blanton
MANAGING MEMBER


Robin Langfeldt
MANAGING MEMBER


Edward O'Brien
MANAGING MEMBER

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