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February 8, 2001

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Labor Solutions Staffing Services, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of Labor Solutions Staffing Services, Inc., Registered Agent form for said corporation, and my firm's check number in the amount of \$122.50 to cover your fee for filing. Please forward a certified copy to this office.

Please call me should you have any questions.

Sincerely,

Brandon J. Rafool

01 FEB -9 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

BJR:uih
Enclosures
cc: Client

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ARTICLES OF INCORPORATION
OF
LABOR SOLUTIONS STAFFING SERVICES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is LABOR SOLUTIONS STAFFING SERVICES, INC., whose address is: 30 Sun Ray Plaza, Frostproof, Florida 33843.

ARTICLE II - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The total authorized capital stock of this Corporation shall be 1,000,000 shares of common stock at \$.01 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. - TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - ADDRESS

The principal office of this Corporation shall be 30 Sun Ray

Plaza, Frostproof, Florida 33843, but the Corporation shall have the power to establish branch offices and other places of business at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII - DIRECTORS

This Corporation shall have five (5) Directors initially. The number of Directors may be increased or diminished from time to time according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII - ORIGINAL DIRECTORS

The name and address of the member of the first Board of Directors, is:

Baxter G. Troutman	30 Sun Ray Plaza Frostproof, FL 33843
Byron G. Matteson	30 Sun Ray Plaza Frostproof, FL 33843
Stuart C. Troutman	30 Sun Ray Plaza Frostproof, FL 33843
Albert Cross	30 Sun Ray Plaza Frostproof, FL 33843
Lisa Hood	30 Sun Ray Plaza Frostproof, FL 33843

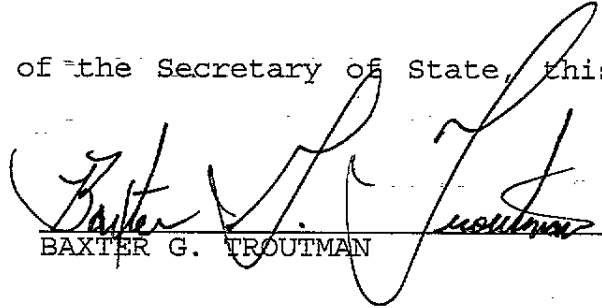
ARTICLE IX. - SUBSCRIBER

The name and address of the Subscriber to the Certificate of Incorporation of this Corporation, is:

Baxter G. Troutman	30 Sun Ray Plaza Frostproof, FL 33843
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IN WITNESS WHEREOF, the Subscriber has hereunto set his hand and seal and acknowledged and filed the foregoing Articles of

Incorporation in the office of the Secretary of State, this 8th day of February, 2001.


BAXTER G. TROUTMAN

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME personally appeared BAXTER G. TROUTMAN, to me well-known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, who is personally known to me or who has produced _____, as identification and who did (did not) take an oath, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County of Polk and State of Florida, this 8th day of February, 2001.


Notary Public
My Commission Expires: _____



Ursula I. Hause
MY COMMISSION # CC989562 EXPIRES
February 14, 2005
BONDED THRU TROY FAIR INSURANCE, INC

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In Pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST --- LABOR SOLUTIONS STAFFING SERVICES, INC., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of FROSTPROOF, State of FLORIDA, has named, BRANDON J. RAFOOL, ESQUIRE, located 1519 Third Street, S.E., Winter Haven, Florida 33880 as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

Having been named to accept service of process for the above state Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


BRANDON J. RAFOOL, ESQUIRE
Registered Agent

01 FEB -9 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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