

7/01/96

FLORIDA DIVISION OF CORPORATIONS
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((H9600009118)) TELEPHONE CALL COVER SHEET
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DEPARTMENT OF STATE LAWYER FLAGLER B
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135 02 82
TALLAHASSEE FL 32308 CONTACT: RAY STORMONT
FAX: (904) 022-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

((H9600009118)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CORPORATE RECRUITERS INTERNATIONAL, INC.
FAX AUDIT NUMBER: H9600009118 CURRENT STATUS: REQUESTED
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TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

CORPORATE RECRUITERS INTERNATIONAL, INC.

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CLERK OF THE
COURT
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida:

ARTICLE I. NAME

The name of the corporation is CORPORATE RECRUITERS INTERNATIONAL, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in the transaction of any or all lawful business permitted under the laws of the United States and the Florida General Corporation Act.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of stock by the corporation whether it be previously unissued shares authorized in the Articles of Incorporation originally filed or new shares created by amendment thereto, shall have the right to purchase his pro-rata share thereof at the same price and under the same terms at which it is offered to others.

ARTICLE V. INITIAL CAPITAL

Andrew Cuevas, Esq., Florida Bar Number: 992369, Law Offices of Cuevas & Rubin, P.A., 9200 S. Dadeland Boulevard, Suite 603, Miami, Florida 33156, Phone (305) 670-1144 Fax(305) 670-0407

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The amount of capital with which this corporation will begin business shall not be less than the minimum amount required under the applicable Florida Statutes.

ARTICLE VI. BEGINNING OF CORPORATE EXISTENCE

The date when the corporate existence of this corporation shall begin business shall be the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE VII. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The address of the initial principal office of this corporation in the State of Florida is 10380 SW 139th Ct., Miami, FL 33186. The Board of Directors may, from time to time, move the principal office to any other address.

The name of the initial Registered Agent of this corporation is Andrew Cuevas, Esq., whose address is located at 9200 S. Dadeland Boulevard, Suite 603, Miami, Florida 33156.

ARTICLE IX. DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased from time to time, by the By-laws adopted by the stockholders but there shall always be at least one (1) Director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as a Director or Officer of the corporation and each person who serves, at the request of the corporation, as a Director or Officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his being a Director or Officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall adjudge that such Officer or Director is liable to the extent permitted by law.

Andrew Cuevas, Esq., Florida Bar Number: 992569, Law Offices of Cuevas & Rubio, P.A., 9200 S. Dadeland Boulevard, Suite 603, Miami, Florida 33156, Phone (305) 670-1144 Fax (305) 670-0407

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The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

No contract or other transaction between this corporation and any other firm or corporation and no act of this corporation shall in anyway be affected or invalidated by the fact that any of the Directors of the corporation are peculiarly or otherwise interested in or are Directors or Officers of such other firm or corporation, provided that the fact that he is so interested shall be disclosed or shall be known to the Board of Directors of the corporation or such member thereof as shall be present at any meeting of the Board at which action upon such contract or transaction shall be taken; and any Director of the corporation who is also a Director or Officer of such other corporation or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transactions, with the like force and effect as if he were not a Director or Officer of such other corporation or not so interested.

ARTICLE X. INITIAL OFFICERS AND DIRECTORS

The names and post office addresses of the initial Directors and Officer of the corporation is:

OFFICERS AND SPECIFIC ADDRESS

President/Secretary/Treasurer: Joseph Medina
10380 SW 139th Ct
Miami, FL 33186

ARTICLE XI. SUBSCRIBER

The name and post office address of the Subscriber to these Articles of Incorporation is Andrew Cuevas, Esq., Cuevas & Rubin, P.A., 9200 S. Dadeland Boulevard, Suite 603, Miami, Florida 33156.

ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every

Andrew Cuevas, Esq., Florida Bar Number: 992569, Law Office of Cuevas & Rubin, P.A., 9200 S. Dadeland Boulevard, Suite 603, Miami, Florida 33156, Phone (305) 670-1144 Fax(305) 670-0407

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DEPARTMENT OF STATE

Certificate designating place of business or domicile for the service of process within this state naming the agent upon which process may be served and the names and addresses of the officers and directors.

The following is submitted in compliance with Chapter 48.091 of the Florida Statutes.

CORPORATE RECRUITERS INTERNATIONAL, INC., a corporation organized (or organizing) under the laws of the State of Florida with its principal office located at 10380 SW 139th Ct., Miami, FL 33186, has named Andrew Cuevas, Esq. as its agent to accept service of process within this state.

OFFICERS AND SPECIFIC ADDRESS

President/Secretary/Treasurer: Joseph Medina
10380 SW 139th Ct.
Miami, FL 33186

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE:

I agree as Resident Agent of **CORPORATE RECRUITERS INTERNATIONAL, INC.** to accept Service of Process, to keep the office open during prescribed hours, to post my name (and the names of my other officers of said corporation authorized to accept Service of Process, at the above Florida designated address) in some conspicuous place in the office as required by law.

**ANDREW CUEVAS, ESQ.
CUEVAS & RUBIN, P.A.
9200 S. DADELAND BOULEVARD
SUITE 603
MIAMI, FLORIDA 33156**

BY: Andrew Cuevas

Andrew Cuevas, Esq., Florida Bar Number: 992569, Law Offices of Cuevas & Rubin, P.A., 9200 S. Dadeland Boulevard, Suite 603, Miami, Florida 33156, Phone (305) 670-1144 Fax(305) 670-0407

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