

**BRODY, COHEN & WINIG, P.A.**

ATTORNEYS AT LAW

CENTURION TOWER

1801 FORUM PLACE, SUITE 404

WEST PALM BEACH, FLORIDA 33401-8103

TELEPHONE  
(561) 684-9100

FACSIMILE  
(561) 697-3648

ROBERT BR...  
RICHARD S. COHEN  
STEVEN L. WINIG

*P4700000349*

January 3, 1997

Department of State  
Division of Corporations  
The Capitol  
Tallahassee, FL 32399

600002047446--0  
-01/07/97--01037--003  
\*\*\*\*122.50 \*\*\*\*122.50

**RE: HUMAN RESOURCES UNLIMITED, INC.**

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for Human Resources Unlimited, Inc.. Also enclosed is a check made payable to the Department of State, in the amount of \$122.50. It is requested that you file the enclosed Articles of Incorporation and return a Certificate of Incorporation together with a certified copy of the enclosed Articles as soon as possible.

Should you have any questions or comments concerning this matter, please do not hesitate to contact me.

Very truly yours,

*[Signature]*  
STEVEN L. WINIG

SLW:jtk  
Encls.

cc: Evan Zimmerman

*[Signature]*  
1/13/97

**FILED**  
97 JAN - 6 AM 10: 12  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

PALM BEACH GARDENS OFFICE  
ADMIRALTY BUILDING - SUITE 700  
4400 PGA BOULEVARD  
(561) 627-4100

WELLINGTON/ROYAL PALM BEACH OFFICE  
EWING BUILDING - SUITE H  
11388 OKEECHOBEE BOULEVARD  
(561) 753-7500

ARTICLES OF INCORPORATION  
OF  
HUMAN RESOURCES UNLIMITED, INC.

97 JAN -6 AM 10: 12  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

ARTICLE I. CORPORATE NAME

The name of this corporation is HUMAN RESOURCES UNLIMITED, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V. INITIAL PRINCIPAL OFFICE

The initial street address of this Corporation in the State of Florida shall be:

2504 Mahogany Place  
Palm Beach Gardens, FL 33418

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name of the initial director of this Corporation and his street address is:

Evan Zimmerman  
2504 Mahogany Place  
Palm Beach Gardens, FL 33418

The person named as initial director shall hold office for the first year of existence of this Corporation or until his or her successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATION

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Evan Zimmerman  
2504 Mahogany Place  
Palm Beach Gardens, FL 33418

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. REGISTERED AGENT

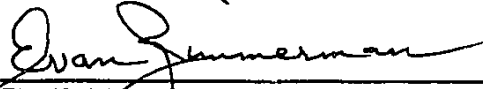
That HUMAN RESOURCES UNLIMITED, INC., desiring to organize under the laws of the State of Florida, hereby names, Steven L. Winig, Esquire, located at 1601 Forum Place, Suite 404, West Palm Beach, FL 33401, County of Palm Beach, State of Florida, as its agent to accept services of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept services of process for the Corporation named herein, at the place designated in Article X of the Articles of Incorporation above, the undersigned hereby agrees to act in this capacity, for the corporation.

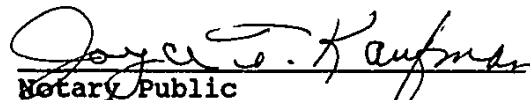
  
\_\_\_\_\_  
STEVEN L. WINIG, ESQUIRE

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation of HUMAN RESOURCES UNLIMITED, INC.

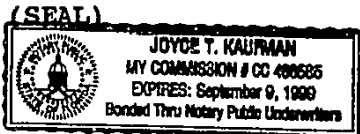
  
EVAN ZIMMERMAN

STATE OF FLORIDA            )  
                                  ) SS.  
COUNTY OF PALM BEACH    )

BEFORE ME, a Notary Public, personally appeared EVAN ZIMMERMAN, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledge before me that he subscribed to these Articles of Incorporation on January 3, 1997.

  
Notary Public  
State of Florida at Large

My Commission Expires: 9/9/99



FILED  
97 JAN -6 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA