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DIVISION OF CORPORATION

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STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 886266 7108963
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : January 9, 2003

ORDER TIME : 10:19 AM

ORDER NO. : 886266-005

CUSTOMER NO: 7108963

CUSTOMER: Ms. Gilda Camacho
Ernest S. Ryder & Associates,
Suite 1460
101 West Broadway
San Diego, CA 92101

FOREIGN FILINGS

NAME: *
AAA STAFFING SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: _____

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

FILED

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

03 JAN -9 PM 2:
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

1. AAA STAFFING SERVICES, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. WYOMING

(State or country under the law of which it is incorporated)

3. 81-0583902

(FEI number, if applicable)

4. NOVEMBER 14, 2002

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 9601 W. SAMPLE ROAD, CORAL SPRINGS, FLORIDA 33065

(Principal office address)

9601 W. SAMPLE ROAD, CORAL SPRINGS, FLORIDA 33065

(Current mailing address)

8. STAFFING AND SUPPORT SERVICES

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: DAVID J. DiNATALE

Office Address: 9601 W. SAMPLE ROAD

CORAL SPRINGS

(City)

, Florida 33065

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: DAVID J. DiNATALE

Address: 9601 W. SAMPLE ROAD, CORAL SPRINGS, FLORIDA 33065

Vice Chairman: DEBORAH K. DiNATALE

Address: 9601 W. SAMPLE ROAD, CORAL SPRINGS, FLORIDA 33065

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: DAVID J. DiNATALE

Address: 9601 W. SAMPLE ROAD, CORAL SPRINGS, FLORIDA 33065

Vice President: _____

Address: _____

Secretary: DEBORAH K. DiNATALE

Address: 9601 W. SAMPLE ROAD, CORAL SPRINGS, FLORIDA 33065

Treasurer: DAVID J. DiNATALE

Address: 9601 W. SAMPLE ROAD, CORAL SPRINGS, FLORIDA 33065

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

DAVID J. DiNATALE, PRESIDENT

(Typed or printed name and capacity of person signing application)

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

State of Wyoming

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09 JAN -9 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State



United States of America,
State of Wyoming } ss.

I, JOSEPH B. MEYER, Secretary of State of the State of Wyoming, do hereby certify that according to the records in the office of the Secretary of State of Wyoming, AAA STAFFING SERVICES, INC. is a corporation organized under the laws of the State of Wyoming, whose date of incorporation is 11/14/2002 and whose period of duration is perpetual.

I FURTHER CERTIFY that this corporation has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and that Articles of Dissolution have not been filed, thus making the corporation in existence in the State of Wyoming.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this 27th day of December A.D., 2002.



Joseph B. Meyer

Secretary of State

By *Linda Miller*
