

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

J69017

Crown Personnel Services, Inc.

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*****43.75 *****43.75

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

RECEIVED
 02 FEB 28 AM 11:33
 DEPARTMENT OF STATE
 TALLAHASSEE, FLORIDA
 FILED
 02 FEB 28 PM 2:20
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

C. Coulliste MAR 01 2002

Signature _____

Requested by: _____
Name _____ Date 2/28/02 Time 9:43

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 28, 2002

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: CROWN PERSONNEL SERVICES, INC.
Ref. Number: J69017

We have received your document for CROWN PERSONNEL SERVICES, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

You need to remove the word "Subscriber" from your page 5 paragraph 1. These people are not subscribers. The Subscriber was the Incorporator who originally signed to form the corporation and cannot be changed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 602A00012372

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

RECEIVED
02 MAR - 1 PM 2:35
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
STATE OF FLORIDA

AMENDMENT TO
ARTICLES OF INCORPORATION
OF CROWN PERSONNEL SERVICES, INC.

FILED
02 FEB 28 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIANE R. VEN TRESKA, the incorporator of the Articles of incorporation passed away on October 22, 2001. The business was sold to JOAN LOEFFLER and WENDY WATSON, prior to her death. The following changes are hereby made to the original Articles of Incorporation.

ARTICLE I - - - NAME

The name of this Corporation is: CROWN PERSONNEL SERVICES, INC., and shall remain the same.

ARTICLE II - - - TERMS OF EXISTENCE

This Corporation shall have perpetual existence from the date of the filing of the original Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III - - - PURPOSE

This corporation is organized for the purposes of transacting any and all lawful business.

ARTICLE IV - - - POWERS

The Corporation shall continue to have the following powers:

- A. To have perpetual succession by its corporate name.
- B. To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- C. To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

D. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

E. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

F. To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

G. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

H. To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchise, and income.

I. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

J. To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.

K. To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

L. To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

M. To make donations for the public welfare or for charitable, scientific or educational purposes.

N. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

O. To pay pensions and establish and carry out pension plans, profit sharing plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

P. To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

Q. To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

R. To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V - - - CAPITAL STOCK

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock, which shall be designated Common Shares.

ARTICLE VI - - - REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 33920 U.S. Highway 19 North, Palm Harbor, Florida 34684, and the name of its current registered agent at such address is WENDY WATSON.

ARTICLE VII - - - BOARD OF DIRECTORS

This Corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Joan Loeffler	33920 U.S. Highway 19 North Palm Harbor, Florida 34684
Wendy Watson	33920 U.S. Highway 19 North Palm Harbor, Florida 34684

ARTICLE VIII - - - NAMES OF OFFICERS

The names of the Officers are as follows:

President	Joan Loeffler
Vice President and Secretary	Wendy Watson
Treasurer	Terry Ellis

ARTICLE IX - - - INCORPORATOR

The name and address of the person who signed the Articles of Incorporation was:

<u>Name</u>	<u>Address</u>
Diane R. VenTresca	9822 U.S. Highway 19 North Port Richey, Florida 33568

ARTICLE X - - - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Shareholders of this Corporation.

ARTICLE XI - - - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned _____ has executed these Articles of Incorporation under the laws of the State of Florida, this 14TH day of February, 2002.

Joan Loeffler
JOAN LOEFFLER
Chairman

Wendy Watson
WENDY WATSON Secretary

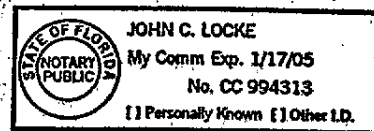
STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME personally appeared, JOAN LOEFFLER and WENDY WATSON, to me well known to be the persons described in and who executed the foregoing Amendment to the Articles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 14TH day of February, 2002.

John C. Locke
NOTARY PUBLIC



ACCEPTANCE BY REGISTERED AGENT

I, WENDY WATSON, having been named to accept service of process for the above stated corporation at such place as designated in this Certificate, do hereby accept to act in the capacity of Registered Agent and agree to comply with all of the provisions of Florida Statutes pertaining to such Corporation and relative to the conducting of said business and agree to keep open said office at all times necessary to accept service.



WENDY WATSON, Registered Agent

**MINUTES OF JOINT SPECIAL MEETING OF
SHAREHOLDERS AND DIRECTORS OF
CROWN PERSONNEL SERVICES, INC.**

The joint special meeting of stockholders and directors of CROWN PERSONNEL SERVICES, INC. was held at the offices of the corporation of the 14TH day of February 2002, at 10:00 a.m. of that day.

Present at the meeting were the following persons:

JOAN LOEFFLER and WENDY WATSON, constituting all of the stockholders and directors of the corporation.

The President of the corporation, JOAN LOEFFLER, presided as Chairman of the meeting, and WENDY WATSON, Vice President, presided as Secretary.


The Chairman then stated that the purpose of this meeting was to discuss and approve the following items of business:

1. Approve Amended Articles of Incorporation and issuance of shares of corporate stock to new shareholders.

After discussion, and upon motion duly made, seconded, and unanimously carried, it was **RESOLVED** that the Amended Articles of Incorporation be approved as well as the issuance of shares of stock to the new stockholders, JOAN LOEFFLER and WENDY WATSON.

FURTHER RESOLVED, that all actions of the officers, directors and stockholders of the corporation from the date of their last meeting to the present date, be and the same hereby are ratified and affirmed.

There being no further business before the meeting, it was, upon motion duly made, seconded, and unanimously carried, adjourned.



JOAN LOEFFLER, Chairman



WENDY WATSON, Secretary