

LO4000012596

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

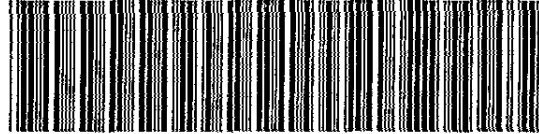
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Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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FILED
04 FEB -4 PM 12:42
TALLAHASSEE, FLORIDA

February 3, 2004

Via FedEx Priority Overnight Delivery

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Staff Management Group, LLC.

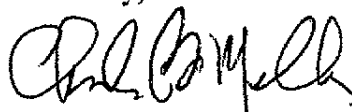
Dear Division Representative:

Enclosed is an original and one copy of the Articles of Organization to be filed for the above-referenced entity. I have also enclosed a check for \$125 (filing fee and Registered Agent designation) and a self-addressed, stamped envelope to expedite an acknowledgment.

Please return all correspondence or telephone calls concerning this matter to the following:

Charles B. Miller
c/o People 2.0 Global, Inc.
225 Mizner Blvd., Suite 300
Boca Raton, FL 33432
Telephone: 561/620-2666

Sincerely,

A handwritten signature in black ink, appearing to read 'Charles B. Miller', written over a horizontal line.

Charles B. Miller

cc: David Van Soest
Alan Resneck

**ARTICLES OF ORGANIZATION
OF
STAFF MANAGEMENT GROUP, LLC.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Staff Management Group, LLC, ("company").

ARTICLE II - ADDRESS

The mailing address of the company is 780 East Market Street, Suite 120, West Chester, Pennsylvania 19382.

The street address of the principal office of the company is 780 East Market Street, Suite 120, West Chester, Pennsylvania 19382.

ARTICLE III - PURPOSE OF ORGANIZATION

The company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under Florida law.

ARTICLE IV - REGISTERED AGENT, OFFICE AND AGENT'S SIGNATURE

The name and street address of the registered agent of the company in the state of Florida is Charles B. Miller, 225 Mizner Boulevard, Suite 300, Boca Raton, Florida 33432.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.



Charles B. Miller

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TALLAHASSEE FLORIDA

ARTICLE V – MEMBER(S)

The name and address of each Member is as follows:

<u>Title</u>	<u>Name and Address:</u>
<u>MEMBER</u>	<u>Amanda Staffing Group, LLC</u> <u>780 East Market Street, Suite 120</u> <u>West Chester, Pennsylvania 19382</u>
<u>MEMBER</u>	<u>Dennis Omahen</u> <u>172 New Street</u> <u>New Brunswick, New Jersey, 08901</u>
<u>MEMBER</u>	<u>William Denino</u> <u>172 New Street</u> <u>New Brunswick, New Jersey, 08901</u>

ARTICLE VI – MANAGEMENT OF THE COMPANY

The company shall be managed by its Members in the manner set forth in the Company's Operating Agreement.

ARTICLE VII – OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its Members.

IN WITNESS WHEREOF, the undersigned member or authorized representative has executed these Articles of Organization this 3rd day of February, 2004.


Signature of a member or authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Charles B. Miller 