

1201 HAYS STREET
TALLAHASSEE, FL 32301
(904) 222-0175
(904) 222-0176

800-342-8086



RECEIVED
JAN 12 PM 09
DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032

REFERENCE : 706843 163108A

AUTHORIZATION :

Patricia, Project

COST LIMIT : \$ ~~250.00~~ 337.50

ORDER DATE : December 28, 1995

ORDER TIME : 10:24 AM

ORDER NO. : 706843

CUSTOMER NO: 163108A

CUSTOMER: Paul H. Pincus, Esq
RUBIN KALNICK AND BAIL, P.C.

405 Park Avenue

New York, NY 10022

DOMESTIC FILING

NAME: CARLYLE EMPLOYMENT SERVICES,
L.C.

☒ ARTICLES OF ORGANIZATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

T. BROWN JAN - 8 1996

MUST
HAVE

TODAY'S

FILE
DATE

96
JAN - 2 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

300001675983

[Handwritten signature]

RECEIVED
96 JAN -8 AM 11:10
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 3, 1996

sent over

Jan. 2 >

must

have that file date.

resubmit

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CARLYLE EMPLOYMENT SERVICES, L.C.
Ref. Number: W96000000160

We have received your document for CARLYLE EMPLOYMENT SERVICES, L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

The member signature on the Affidavit must be notarized.

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 (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 696A00000273

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is CARLYLE EMPLOYMENT SERVICES, L.C.

ARTICLE II - Address

The mailing address and the street address of the principal office of the Limited Liability Company is 4100 West Kennedy Boulevard, Suite 302, Tampa, Florida 33609.

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be thirty years.

ARTICLE IV - Management

The Limited Liability Company is to be managed by the members. The name and address of the managing members are:

<u>NAME</u>	<u>ADDRESS</u>
Gary Stone	26 Brycewood Drive Dix Hills, New York 11746
Jay Klampfer	4 Lyn Court Dix Hills, New York 11746
Deborah Lupardo	939 Webster Avenue New Rochelle, New York 10804
Tonie Papaleo	150 Cypress Place Oldsmar, Florida 34677

ARTICLE V - Registered Agent

The name and street address of the initial registered agent of the Limited Liability Company is:

The Prentice-Hall System, Inc.
1201 Hays Street, Suite 105
Tallahassee, Florida 32301


FILED
96 JAN -2 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI- Registered Office

The street address of the initial registered office of the Limited Liability Company is:

c/o The Prentice-Hall System, Inc.
1201 Hays Street, Suite 105
Tallahassee, Florida 32301

12-15-95
(Date)



Gary Stone, Member

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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 the obligations of my position as registered agent.

THE PRENTICE-HALL SYSTEM, INC.

By: Vicki Schreiber 12/28/95
(Signature) (Date)

VICKI SCHREIBER
(Type name of Officer)

ASSISTANT VICE PRESIDENT
(Title of Officer)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

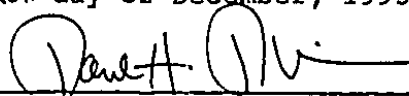
The undersigned member of CARLYLE EMPLOYMENT SERVICES, L.C. deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$25,100.
3. If any, the agreed value of property other than cash contributed by members is \$0.
4. The total amount of cash or property anticipated to be contributed by members is \$25,100. The total includes amounts from 2 and 3 above.



Gary Stone, Member

Sworn to before me this
20th day of December, 1995



Notary Public

PAUL H. PINCUS
NOTARY PUBLIC, State of New York
No. 30-4849706
Qualified in Nassau County
Certificate Filed in New York County
Term Expires March 30, 1997

c:\pp\10119\carlyle.aff

L9600000021

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-1111
FAX 904-222-1112

800-1-2-5-56



ACCOUNT NO. : 072100000032
REFERENCE : 884294 163108A
AUTHORIZATION : Patricia Pizito
COST LIMIT : \$ 105.00

FILED
96 MAR 20 PM 1:01
TALLAHASSEE, FLORIDA

ORDER DATE : March 15, 1996

ORDER TIME : 9:31 AM

ORDER NO. : 884294

300001750953

CUSTOMER NO: 163108A

CUSTOMER: Paul H. Pincus, Esq
Rubin, bailin, ortoli, mayer
405 Park Avenue

New York, NY 10022

DOMESTIC AMENDMENT FILING

NAME: CARLYLE EMPLOYMENT SERVICES,
L.C.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

RECEIVED
96 MAR 20 AM 11:04
DIVISION OF CORPORATION

NC ORG
3/20

CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
CARLYLE EMPLOYMENT SERVICES, L.C.
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles or organization was January 2, 1996.

SECOND: The following amendment to the articles or organization was adopted by the limited liability company:

Article I is hereby deleted in its entirety and the following substituted in lieu thereof:

"ARTICLE I - NAME

The name of the Limited Liability Company is CARLYLE
STAFFING SERVICES, L.C."

Dated: February 19, 1996



Signature

Gary Stone, Member

FILED
96 MAR 20 PM 1:02
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA