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DALE K. BOHNER
CHRISTIAN C. BURDEN
JOHN R. BUSH
EDWARD B. CARLSTEDT
MINDY L. CARREJA
SAMUEL B. DOLCIMASCOLO
PATRICIA LABARTA DOUGLAS
RICHARD K. FUEYO
J. STEPHEN GARDNER
JOHN N. GIORDANO
JEFFREY P. GREENBERG
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NEAL A. SIVYER
H. BRADLEY STAGGS
RANDY K. STERNS
JEFFREY W. WARREN
PAUL D. WATSON
DAVID B. WILLIAMS

January 25, 1999

via certified mail,
return receipt requested

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

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-01/28/99--01086--003
*****337.50 *****337.50

RE: Filing Articles of Organization
M.E. WILSON CUSTOM STAFFING, LLC
Our File No.: MEWC-0

Dear Sir or Madam:

Enclosed for filing with the Florida Secretary of State are the Articles of Organization of M.E. WILSON CUSTOM STAFFING, LLC, an Affidavit by its Member, Doug King, and a check for the filing fee and certified copy in the amount of \$337.50.

Please stamp and return the enclosed copy of these documents for our records.

Sincerely,

 Brenda K. Holland

Brenda K. Holland
Legal Assistant

/bkh
enclosures
cc: Doug King
168800.1

Name _____
Availability _____

Signature

Acknowledgement

P. Verifier

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
93 JAN 28 PM 4:32

**ARTICLES OF ORGANIZATION
OF
M.E. WILSON CUSTOM STAFFING, L.L.C.**

The undersigned member, acting as a member of the captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization:

ARTICLE I

Name

The name of this limited liability company is M.E. WILSON CUSTOM STAFFING, L.L.C. (the "Company").

ARTICLE II

Duration of Existence

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State and thereafter shall remain in existence until such time as the occurrence of any dissolving event. Any of the following acts or events shall dissolve the Company: (a) a determination by the members holding a majority of the membership interests in the Company that the Company should be dissolved; or (b) when required by law (each a "Dissolving Event"). The dissolution shall be effective upon the occurrence of any of the above Dissolving Events without any further action required on the part of the Company or its members.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 28 PM 4:32

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

Mailing and Street Address; Initial Registered Agent

The Company's initial mailing and street address is 101 South Franklin Street, Tampa, FL 33602, and its initial registered agent is John N. Giordano, whose address is 220 South Franklin Street, Tampa, Florida 33602.

ARTICLE V

Additional Members

The Company shall not admit a new member to the Company without the prior written consent of the members holding a majority of the membership interests in the Company. A member may not assign all or part of such member's membership interest in the Company without first obtaining the written consent of a majority of nonassigning members, and the assignee of a member's membership interest may become a member only if a majority of the nonassigning members consent.

ARTICLE VI

Management of the Company

The Company shall be managed by its members in the manner set forth in the Company's Regulations. The names and addresses of the managing members are as follows:

Guy King, III	101 S. Franklin Street Tampa, Florida 33602
Douglas W. King	101 S. Franklin Street Tampa, Florida 33602
Beth B. Pontenberg	101 S. Franklin Street Tampa, Florida 33602

ARTICLE VII

Regulations

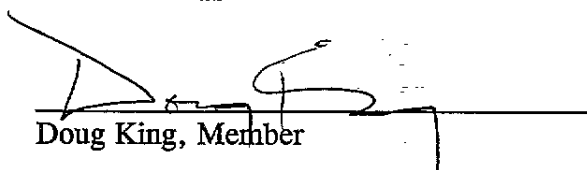
The power to adopt, alter, amend or repeal the Regulations governing the operation of the Company shall be vested in its members.

ARTICLE VIII

Indemnification

If in the judgment of all of the members, the criteria set forth in §608.4363, *Florida Statutes*, or any successor statute, have been met, then the Company shall indemnify any member or former member, his, her or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by the §608.4363, *Florida Statutes*.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this ____ day of January 1999.


Doug King, Member

STATE OF FLORIDA

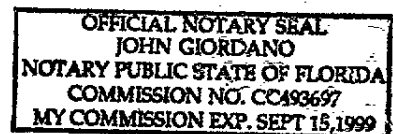
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 22nd day of January 1999, by, Doug King, who is personally known to me.


NOTARY PUBLIC, State of Florida
at Large

Print Name: JOHN GIORDANO

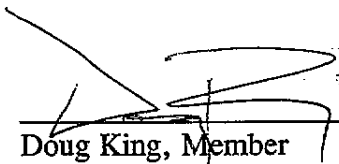
My Commission Expires: _____



CERTIFICATE DESIGNATING

REGISTERED AGENT

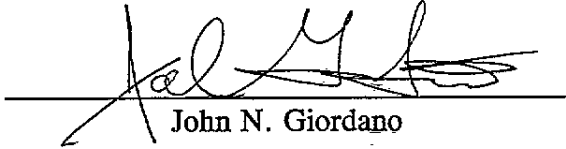
Pursuant to the provisions of §§48.091 and 608.415, *Florida Statutes*, M.E. WILSON CUSTOM STAFFING, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates John N. Giordano an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.



Doug King, Member

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation and agree to act as such in accordance with the provisions of §§48.091 and 608.415, *Florida Statutes*.



John N. Giordano

167424.1

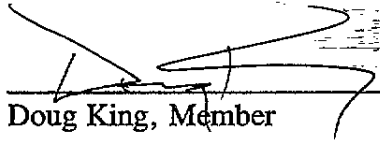
AFFIDAVIT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Doug King,, being sworn, upon his oath deposes and says:

1. I am a member of M.E. WILSON CUSTOM STAFFING, L.L.C., a Florida limited liability company (the "Company").
2. This affidavit is being made in accordance with §608.407(2) of the Florida Statutes.
3. The Company has at least two members.
4. The members have contributed cash in the amount of \$1,000 and no property, as capital to the Company.
5. The total amount of the capital contributions anticipated to be contributed by the members is \$5,000.



Doug King, Member

SWORN AND SUBSCRIBED TO before me this 22nd day of January, 1999.



Notary Public

Print Name: JOHN GIORDANO

My commission expires: _____

167427.1

