CAPITAL CONNECTION, INC. irginia Street, Suite 1 • Tallahassee, Florida 32302 4-8870 • 1-800-342-8062 • Fax (850) 222-1222 200003158322--0 -03/06/00--01098--001 *****78.50 *****78.50 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 J [] Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search Signature Fictitious Owner Search Vehicle Search Driving Record_ Requested by: UCC 1 or 3 File_ UCC 11 Search Name Time

Walk-In

Will Pick Up

UCC 11 Retrieval

Courier_

ARTICLES OF INCORPORATION

OF

AARIANA PERSONNEL SERVICES, INC.

SO THE STATE OF TH The undersigned acting hereby as Incorporator for the purposes of becoming a corporation under the laws of the State of Florida, by and under the provisions of the status of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit, pursuant to the laws of the United States of America and of the State of Florida and other applicable law, do hereby adopt the following Articles of Incorporation:

<u>ARTICLE I</u>

The name of the corporation shall be AARIANA PERSONNEL SERVICES, INC.

ARTICLE II

Address and Registered Office

The street address of the principal place of business of this corporation is hereby designated to be 3149 N. Ponce de Leon Blvd., Suite 9, St. Augustine, FL 32084 and the registered office of this corporation is hereby designated to be 3149 N. Ponce de Leon Blvd., Suite 9, St. Augustine, FL 32084. The principal place of business and registered office may be changed in accordance with the By-Laws of the corporation or by appropriate action of the Board of Directors. The initial Registered Agent of this corporation whose business office is the same as the registered office is hereby designated to be ELIZABETH A. PETTY.

ARTICLE III

Nature of Business

The corporation may transact any and all lawful business for which corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV

By-Laws

The corporation may in its by-laws make any other provisions or requirements for the management or conduct of the business of the corporation, provided the same is not inconsistent with the provisions of this certificate, or contrary to the laws of the State or of the United States provisions or requirements for the management or conduct of the business of the corporation, provided the same is not inconsistent with the provisions of this certificate, or contrary to the laws of this State or of the United States.

ARTICLE V

Initial Stock

The aggregate number of shares which this corporation has authority to issue is 100 all of which shall be common shares with par value of ONE DOLLAR (\$1.00) per share.

ARTICLE VI

Capital

The amount of capital with which this corporation shall commence business shall be ONE HUNDRED AND NO/100TH (\$100.00) DOLLARS.

ARTICLE VII

Term of Existence

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE VIII

Directors

This corporation shall initially have THREE (3) directors. The number of directors may be increased from time to time in accordance with the provisions of the corporation by-laws adopted by

the stockholders. The names and addresses of these three Directors are:

NAME ADDRESS

LLOYD DENNIS PETTY 876 White Eagle Circle

St. Augustine, FL 32086

ELIZABETH A. PETTY 876 White Eagle Circle

St. Augustine, FL 32086

ARTICLE IX

Officers

This corporation shall have two officers, President, Secretary-Treasurer. The officers of this corporation need not be stockholders.

ARTICLE X

Initial Officers

The name and post office address of the officers who shall hold office for the first year of the existence of the corporation or until his successors are elected or appointed and have qualified are:

Name and Address Office

Elizabeth A. Petty

876 White Eagle Circle

President

St. Augustine, FL 32086

St. Augustine, FL 32086

Lloyd Dennis Petty Secretary-Treasurer 876 White Eagle Circle

ARTICLE XI

Incorporators

The name and address of the incorporators are:

Elizabeth A. Petty 876 White Eagle Circle St. Augustine, FL 32086

Lloyd Dennis Petty 876 White Eagle Circle St. Augustine, FL 32086

their free act and deed, for the uses and purposes therein set forth.

ARTICLE XII

Amendment

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

ELIZABETH A. PETTY, Incorporator LLOYD DENNIS PETTY, Incorporator

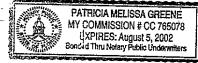
STATE OF FLORIDA COUNTY OF ST. JOHNS

I, the undersigned, an officer authorized to administer oaths and take acknowledgments in and for the State of Florida, do hereby certify that on the _____ day of ___///c_/_______, 2000, personally came before me, ELIZABETH A. PETTY and LLOYD DENNIS PETTY, and signed the foregoing Articles of Incorporation, and acknowledged to and before me that she/executed the same as her free act and deed, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal at St. Augustine, St. Johns County, Florida, the day and year aforesaid.

Personally known
NOTARY PUBLIC

Produced ID:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That AARIANA PERSONNEL SERVICES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 3149 N. Ponce de Leon Blvd., City of St. Augustine, County of St. Johns, State of Florida, has named ELIZABETH A. PETTY, located at 3149 N. Ponce de Leon Blvd., Suite 9, St. Augustine, FL 32084, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

ELIZABETH A. PETTY

Registered Agent

