ALL FLORIDA LEGAL & IMMIGRATION SERVICES

AProfessional Legal Support Group

Stephanie Rogers, Preside

1031 Ives Dairy Road
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Attorneys of Counsel

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May 15, 2000

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 323124 900003256039--4 -05/17/00--01065--011 ******78.75 ******78.75

RE: ADMS PERSONNEL, INC.

Dear Sir or Madam:

Enclosed herewith is an original and one copy of the properly executed Articles of Incorporation for ADMS Personnel, Inc. and the appropriate fee. Please process the Articles of Incorporation for ADMS Personnel, Inc. and return to this office in the enclosed Federal Express package.

Should you have any questions, please do not hesitate to contact this office.

Thank you for your assistance and cooperation in this matter.

7.3

Stephanie Rogers

SR:mcr Enclosures FILED ODMAY 17 PM 3: 1.6 SECRETARY OF STATE SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

ADMS PERSONNEL, INC.

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State providing for the information, liability, rights, privileges and immunities of a corporation for

ARTICLE - I

The name of the corporation shall be:

profit.

ADMS PERSONNEL, INC.

ARTICLE - II

The general nature and purpose of the business is to provide assistance to the public which are permitted under the laws of the United States and this State, to and including the placement of individuals for employment, staffing, telemedicine, telemployment, accounting, medical facilities, physicians, nursing, nursing facilities, and any and all other services which may be provided to the public which are permitted under the laws of the State of Florida and the United States of America, to and including all foreign countries.

ARTICLE - III

The maximum shares of stock that the corporation is authorized to have outstanding at any time are One Hundred (100) Shares of stock at no par value.

ARTICLE - IV

The amount of capital with which the corporation will begin business shall not be less than One Hundred (\$100.00) Dollars.

ARTICLE - V

The place of business as well as the principal office of this corporation shall be 1031 Ives Dairy Road, Bldg. 4, Suite 230, North Miami Beach, Florida 33179, and it may have such other places of business in the State of Florida as the nature and progress of the business from time to time shall be rendered necessary or desirable. Said corporation shall also have the power to conduct its business outside of the State of Florida and/or in any and all the several states and territories and districts of the United States, and in any and all foreign countries, and may have one or more offices in any of the said places of businesses.

ARTICLE - VI

The Business of said corporation shall be conducted by a Board of Directors, which shall consist of not less than one (1) member, nor more than five (5) members, as the same may be provided by the By-Laws of the Corporation.

ARTICLE - VII

The Officers and Directors of this Corporation are governed by Florida Statutes under Subchapter "S" and shall be protected through said provision.

ARTICLE - VIII

The Business of said corporation shall be conducted by a Board of Directors, which shall consist of not less than one (1) member, nor more than five (5) members, as the same may be provided by the By-Laws of the Corporation. The following subscribers shall also be the initial

officers and directors of the corporation, and they are as follows:

OFFICER

TITLE___

ADDRESS

STEPHANIE ROGERS

President/Vice President Secretary/Treasurer

Director

1031 Ives Dairy Road Bldg. 4 - Suite 230

North Miami Beach, FL 33179

STEPHANIE ROGERS

ARTICLE - X DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

I, STEPHANIE ROGERS, located at 1031 Ives Dairy Road, Bldg. 4, Suite 230, North Miami Beach, Florida 33179, having been elected to serve as Registered Agent to accept service of process on behalf of the above stated corporation, at the place designated in this certificate, and I hereby agree to act in such capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

STEPHANIE ROGERS

1031 Ives Dairy Road

Bldg. 4 - Suite 230

North Miami Beach, Florida 33179

Telephone: (305) 493-3000

DATED.