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ACCOUNT NO. : 072100000032

REFERENCE : 809827 8657A

AUTHORIZATION : *Patricia Pignato*

COST LIMIT : \$ 78.75

ORDER DATE : August 24, 2000

ORDER TIME : 11:05 AM

ORDER NO. : 809827-005

CUSTOMER NO: 8657A

CUSTOMER: Ms. Stephanie O'dell
Ramsey W. Dulin, Esq

201 East Pine Street
Suite 425
Orlando, FL 32801

100003371501--1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 24 PM 1:32

DOMESTIC FILING

NAME: 21ST CENTURY PERSONNEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156
EXAMINER'S INITIALS:

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
FILING SECTION

es 8/24/00

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
21st CENTURY PERSONNEL, INC.**

The undersigned, for purposes of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be 21st CENTURY PERSONNEL, INC.

**ARTICLE II
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III
PURPOSE**

The purposes of the corporation are:

(a) To engage in the business of employee leasing, business administrative services and related activities.

(b) To engage in and to transact any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with a par value of one dollar (\$1.00).

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the corporation is 201 E. Pine Street, Suite 425, Orlando, Florida 32801. The name of the initial registered agent at such address is Ramsey W. Dulin.

ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of the corporation shall be 907 E. Washington Street, Orlando, Florida 32801 until otherwise designated by the corporation.

ARTICLE VII DIRECTORS

The Board of Directors of the corporation shall consist of at least one director and no more than five directors. The initial Board of Directors shall consist of two directors, whose names and addresses are set forth below:

Sharon E. Larson	213 N. Brown Ave Orlando, Florida 32801
James E. Hardman	735 Hardman Drive Orlando, Florida 32806

VIII OFFICERS

The corporation shall have such officers as may be provided in the bylaws of the corporation, and such officers shall be determined in the manner provided in the bylaws, and shall perform their duties during their respective terms of office as may be provided in the bylaws of the corporation.

ARTICLE IX INCORPORATOR

The name and address of the incorporator of the corporation is as follows:

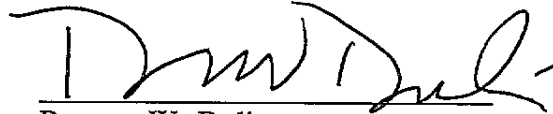
Ramsey W. Dulin

201 E. Pine Street, Ste. 425
Orlando, Florida 32801

**AMENDMENTS OF
ARTICLES OF INCORPORATION AND BYLAWS**

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by majority vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of the corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a majority vote of all outstanding shares.

IN WITNESS WHEREOF, I have subscribed my name this 23rd day of August, 2000.

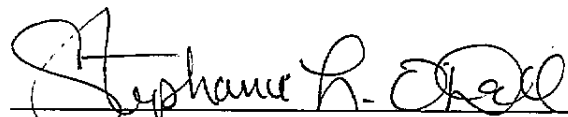


Ramsey W. Dulin
Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Ramsey W. Dulin to me personally known or who produced _____ as identification to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein contained, and who did/did not take an oath.

WITNESS my hand and official seal in the county and state set forth above this 23rd day of August, 2000.



Notary Public, State of Florida

Printed Name: Stephanie L. O'Dell

(Seal)

**DESIGNATION OF REGISTERED
OFFICE AND REGISTERED AGENT**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

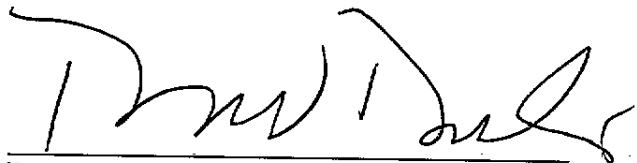
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21st Century Personnel, Inc., a Florida corporation, pursuant to Florida Statue §48.091, and its Articles of Incorporation, hereby designates Ramsey W. Dulin, 201 E. Pine Street, Suite 425, Orlando, Florida 32801, as its registered agent and registered office for the service of process as required by law.

ACCEPTANCE

I, Ramsey W. Dulin having been named in the foregoing designation of registered office and registered agent by 21st Century Personnel, Inc., a Florida corporation, and being fully advised and apprized of the duties of a registered agent for the service of process as prescribed by Florida Statue §48.091, do hereby accept said designation, and agree to accept service of process as registered agent, to keep my office open during prescribed hours, to post my name in some conspicuous place in the office as required by law, and to otherwise comply with the obligations of a resident agent and to maintain a registered office as heretofore indicated.

Dated this 23rd day of August, 2000.



Ramsey W. Dulin