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| THE UNITED S | | 114 | 445 |
| CORPORATION COMPANY | ACCOUNT NO. : 07210000 | 00032 | 1 1 0 |
| | REFERENCE : 929972 | 7213637 | 12 SEC 00 0 |
| | AUTHORIZATION: Patrice | ia Pient | EC 14 EC 14 |
| | COST LIMIT : \$ 70.00 | 08 | Story R |
| ORDER DATE | I : December 13, 2000 | | 100-19 |
| ORDER TIME | E: 3:40 PM | | ÷ <u></u> |
| ORDER NO. | : 929972-005 | | |
| CUSTOMER N | IO: 7213637 | _ | |
| | Mr. William H. Mills Iii Mr. William H. Mills Iii | 800 | 003501448 |
| | Suite 200 25 Second Street North Saint Petersbur, FL 3370 |)1 | |
| : | DOMESTIC FILING | | |
| NAM | E: ONESTAFF II, INC. | | |
| | EFFECTIVE DATE: | | RECEIVED 00 DEC 14 PM 12: SYSSOL OF STA SYSSOL OF STA TALLAHASSEE, FLORIT |
| | CICLES OF INCORPORATION | : | ASSET E M |
| | TIFICATE OF LIMITED PARTNET ICLES OF ORGANIZATION | ERSHIP | POP SPOR |
| PLEASE RET | URN THE FOLLOWING AS PROOF | F OF FILING: | EIVED 4 PM 12: 21 IT OF STATE SEPTIONALIANS EN PLORIDA |
| | RTIFIED COPY | 200 | e de la companya de |
| XX PI | AIN STAMPED COPY | | |

_ CERTIFICATE OF GOOD STANDING CONTACT PERSON: Susie Knight - EXT. 1156 EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF

ONESTAFF II, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ONESTAFF II, INC.

The address of the principal office of this corporation shall be 25 Second Street North, Suite 200, Saint Petersburg, Florida 33701, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having \$0.01 par value per share.

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ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

William H. Mills III Dir.

886 Rafael Boulevard, Northeast Saint Petersburg, Florida 33701

Peter Van Son Dir.

25 Second Street North #210 Saint Petersburg, Florida 33701

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation 2711 Centerville Road Suite 400 Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on December 14, 2000.

Its Agent, Laura R. Dunlap Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Bv:

Its Agent, Laura R. Durlap

Authorized Service Representative

Corporation Service Company