

P00000174802

MARK W. SMITH CPA
9498 ALTERNATE A1A
LAKE PARK, FL 33403

FILED
00 DEC 11 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 8 , 2000

Florida Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Fl 32314

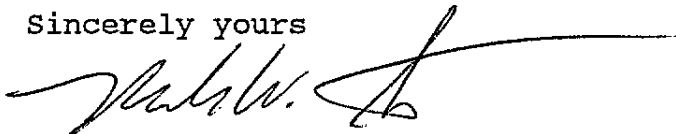
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Dear Sir,

Enclosed you will find Articles of Incorporation for
SEMCO III .

Please file with the state.

Sincerely yours



Mark W. Smith
MWS:sm

ARTICLES OF INCORPORATION

OF

SEMCO III INC.

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, as follows:

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ARTICLE I

The name of the corporation shall be SEMCO III INC.
and principal office and registered office are the same at

address: 1920 Palm Beach Lakes Blvd Suite 202
West Palm Beach , Fl 33409

ARTICLE II

The purpose of the corporation is to engage in the activity or business of Employee Leasing according the laws of the United States and the State of Florida.

ARTICLE III

The corporation shall have authority to issue 1000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV

The period of this Corporation's existence is perpetual.

ARTICLE V

The street address of the initial Registered Office of this Corporation is 1920 Palm Beach Lakes Blvd #202, West Palm Beach Park, Fl 33409

and the initial Registered Agent of this Corporation at that address is Mark W. Smith.

ARTICLE VI

The number of directors constituting this Corporation's initial Board of Directors is two (2), whose name and address is as follows:

Mark W. Smith
9498 Alternate A1A
Lake Park, Fl 33403

Michael G. Donnell
13164 Compton Road
Loxahatchee, Fl 33470

ARTICLE VII

The name and address of the Incorporator is as follows:

Mark W. Smith
9498 Alternate A1A
Lake Park, FL 33403

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ARTICLE VIII

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

ARTICLE IX

The corporation shall indemnify its Officers, Directors, and Authorized Agents for all liabilities incurred directly, indirectly, or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now, or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of SEMCO III. Corporation for the uses and purposes aforesaid this day of December 8, 2000 and he is hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.



Mark W. Smith

STATE OF FLORIDA)
 :
COUNTY OF Palm Beach)

BEFORE ME, the undersigned authority, personally appeared Mark W. Smith, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 8TH day of DECEMBER 2000.



Notary Public

My commission expires:



ARNEL C. BARON
My Comm Exp. 9/23/2001
Bonded By Service Inc
No. CC682928
Notary Public