

PO1000009045

Kimberly Walker
3580 Heron Drive South
Jacksonville Beach, FL 32250
(904) 472-8885

January 22, 2001

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
01 JAN 23 PM 3:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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*****87.50 *****87.50

RE: OUTSOURCING ENTERPRISES, INC.

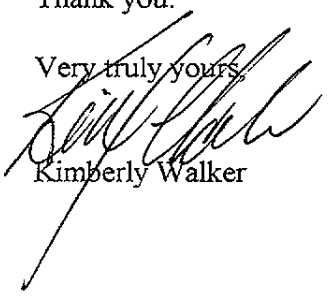
To Whom It May Concern:

Enclosed is an original and two (2) copies of the articles of incorporation for filing. Also enclosed is a check for \$87.50, representing the requisite filing, certified copy, and certificate of status fees.

Please do not hesitate to contact me should you have any questions or concerns.

Thank you.

Very truly yours,


Kimberly Walker

Don
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
OUTSOURCING ENTERPRISES, INC.

In compliance with Chapter 607, Florida Statutes, the undersigned incorporator desires to form a corporation and hereby adopts the following Articles of Incorporation for such corporation.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

OUTSOURCING ENTERPRISES, INC.

ARTICLE II
PRINCIPLE OFFICE

The principal place of business and mailing address is:

**3580 HERON DRIVE SOUTH
JACKSONVILLE BEACH, FL 32250**

ARTICLE III
PURPOSE

The purpose for which the corporation is formed is to engage in any activity and business permitted under laws of the State of Florida.

ARTICLE IV
EFFECTIVE DATE

The effective date of the corporation is January 21, 2001.

ARTICLE V
SHARES

The aggregate number of shares of stock the corporation is authorized to issue is ****100**** shares which shares shall be common stock having ****\$1.00**** par value.

ARTICLE VI
INITIAL DIRECTORS

The name and address of the corporation's initial sole director is:

KIMBERLY WALKER
3580 HERON DRIVE SOUTH
JACKSONVILLE BEACH, FL 32250

ARTICLE VIII
INITIAL OFFICERS

The name(s) and address(es) of the corporation's initial officer(s) is (are):

PRESIDENT/SECRETARY/TREASURER - KIMBERLY WALKER
3580 HERON DRIVE SOUTH
JACKSONVILLE BEACH, FL 32250

ARTICLE IX
REGISTERED AGENT

The name and Florida street address of the registered agent is:

KIMBERLY WALKER
3580 HERON DRIVE SOUTH
JACKSONVILLE BEACH, FL 32250

ARTICLE X
INCORPORATOR

The name and address of the Incorporator is:

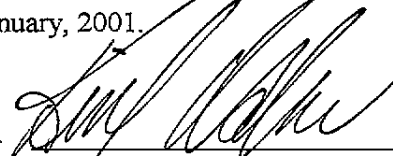
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KIMBERLY WALKER
3580 HERON DRIVE SOUTH
JACKSONVILLE BEACH, FL 32250

SECRETARY OF STATE
TALLAHASSEE FLORIDA


IN WITNESS THEREOF, We have executed these Articles of Incorporation in Jacksonville, Duval County, Florida, on this 22nd day of January, 2001.


KIMBERLY WALKER

SWORN AND SUBSCRIBED before me on this 22nd day of January, 2001.



Jeanne L. McDuffie
MY COMMISSION # CC616930 EXPIRES
March 16, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


JEANNE McDUFFIE
NOTARY PUBLIC, State of Florida

In compliance with Section 607.034 of the Florida Statutes, the following is submitted:


Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of JACKSONVILLE BEACH, County of DUVAL, State of Florida, OUTSOURCING ENTERPRISES, INC., has named KIMBERLY WALKER located at 3580 HERON DRIVE SOUTH, JACKSONVILLE BEACH, FLORIDA 32250 as its agent to accept service of process within the State of Florida.

Mailing address is : 3580 HERON DRIVE SOUTH
JACKSONVILLE BEACH, FL 32250

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-mentioned corporation, at the place designated in this Certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation and agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Dated this 22nd day of January, 2001.


KIMBERLY WALKER
REGISTERED AGENT