

PO1000016021

LASNAUD LAW OFFICES, P.A.

3917 NORTH ANDREWS AVENUE
FORT LAUDERDALE, FLORIDA 33309

ALEXANDRE LASNAUD, ESQ.*
GUSTAVO ALARCON, ESQ.

(954)561-2023
MIAMI (305)947-7238
FAX (954)568-1425

*ALSO A MEMBER OF THE FEDERAL BAR

February 6, 2001

Secretary of State
Corporate Record Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

400003674914--7
-02/12/01--01136--003
****122.50 *****78.75

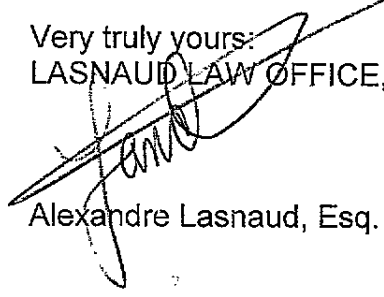
RE: RUN-A-SHIFT, INC

Dear Sir/Madam:

Enclosed please find the original Article and two (2) copies of Run-A-Shift, Inc. along with a check in the amount of One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) to cover filing fees. We are also attaching a self-addressed stamped envelope and request that after filing, the Certificate and copies be returned to us.

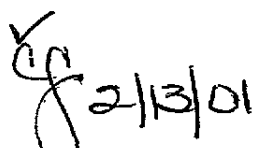
Thank you for your cooperation in this matter.

Very truly yours:
LASNAUD LAW OFFICE, P.A.


Alexandre Lasnaud, Esq.

FILED
2001 FEB 12 AM 9:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AL/kr
Enclosures


2/13/01

ARTICLES OF INCORPORATION

OF

RUN-A-SHIFT, INC.

FILED

2001 FEB 12 AM 9:27

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation shall be RUN-A-SHIFT, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The general purpose for which the corporation is organized is:

1. To engage in the business of providing temporary certified shift management personnel to corporations.
2. To transact and other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage into any other trade or business which can, in the opinion or the shareholders of the Corporation, be advantageously carried on in connection with and auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing

ARTICLE IV

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 at one dollar par. Such shares shall be of single class and shall have a par value of ONE DOLLAR (1.00) per share.

ARTICLE V

The initial number of Shareholders of the Corporation is one.

ARTICLE VI

The principal place of business and mailing address of this corporation shall be 4330 WEST BROWARD BLVD., SUITE 0, PLANTATION, FLORIDA 33317.

ARTICLE VII

The business of this corporation shall be managed by its shareholder rather than by a Board of Directors.

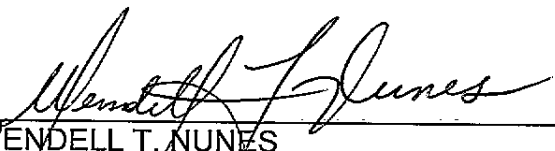
ARTICLE VIII

These Articles of Incorporation shall be effective immediately upon the receipt and approval of the Secretary of State of Florida

ARTICLE IX

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

The undersigned incorporator has executed these Articles of Incorporation this 6th day of February, 2001.

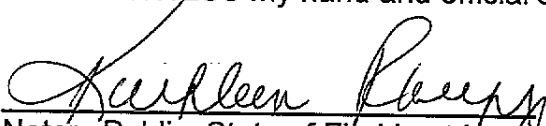


WENDELL T. NUNES

STATE OF FLORIDA)
)ss
COUNTY OF BROWARD)

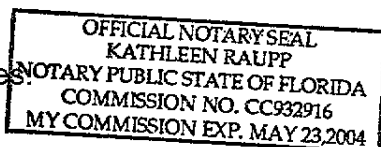
Before me personally appeared Wendell T. Nunes to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledge to and before me that he executed said instrument for the purpose therein expressed

WITNESS my hand and official seal this 6th day of February, 2001



Notary Public, State of Florida at Large

Commission expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **RUN-A-SHIFT, INC.**
2. The name and address of the registered agent and office is:

WENDELL T. NUNES.
4430 West Broward Blvd.
Suite 0
Plantation Florida 33317

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STYLED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



WENDELL T. NUNES.

DATE: 2/6/01

FILED
2001 FEB 12 AM 9:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA