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**Florida Department of State
Division of Corporations
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To:

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From:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

ELITE PROFESSIONAL RECRUTING & TRANING SERVICES, INC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

ELITE PROFESSIONAL RECRUITING & TRAINING SERVICES, INC.

ARTICLE I - NAME

The name of this corporation is ELITE PROFESSIONAL RECRUITING & TRAINING SERVICES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

WILLIAM F. BEGGS, ESQUIRE
BEGGS AND VECCHIO
PENTHOUSE A, REPUBLIC SECURITY BANK
2929 EAST COMMERCIAL BOULEVARD
FORT LAUDERDALE, FLORIDA 33308
(954) 772-5132
BAR NO. 154637

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ARTICLE V - QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's By-Laws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

**ARTICLE VI - INITIAL PRINCIPAL AND
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial principal office of the corporation is 1448 S. W. 76th Avenue, Miami, Florida 33144, and the street address of the registered office is 1448 S. W. 76th Avenue, Miami, Florida 33144, and the name of the initial registered agent of this corporation at such address is Leida Martinez.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial Director is as follows:

NAME**ADDRESS**

Leida Martinez

1448 S. W. 76th Avenue
Miami, Florida 33144

ARTICLE VIII - INCORPORATION

The name and address of the Corporation's Incorporator is:

NAME**ADDRESS**

Leida Martinez

1448 S. W. 76th Avenue
Miami, Florida 33144

ARTICLE IX - INDEMNIFICATION

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.

ARTICLE X - RESTRICTION ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporations Board of Directors.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the 31 day of JANUARY, 2001.


Incorporator, LEIDA MARTINEZ

STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING INSTRUMENT was acknowledged before me this 31 day of JANUARY, 2001, by LEIDA MARTINEZ, who is personally known to me or who has produced _____ as identification and who did take an oath.


NOTARY PUBLIC

My Commission Expires:



William F. Baggs
MY COMMISSION # CC356796 EXPIRES
November 2, 2004
BROWARD COUNTY FLORIDA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That ELITE PROFESSIONAL RECRUITING & TRAINING SERVICES, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 1448 S. W. 76th Avenue, Miami, Florida 33144, has named LEIDA MARTINEZ, 1448 S. W. 76th Avenue, Miami, Florida 33144, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY:


Resident Agent, LEIDA MARTINEZ

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