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June 6, 2001

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FILED
01 JUN -8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100004383721--9
-06/08/01--01046--019
****122.50 *****78.75

RE: CAROLINA LABOR SOLUTIONS, INC.

Dear Sir:

Enclosed please find the original Articles of Corporation, Registered Agent form and my firm's check in the amount of \$122.50 to cover the cost of your fee.

Please forward a certified copy to this office.

Thanking you in advance for your assistance in this matter, I am,

Sincerely,

Brandon J. Rafool

BJR:uih
Enclosures

6-12-01
WPC

ARTICLES OF INCORPORATION
OF

CAROLINA LABOR SOLUTIONS, INC.

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is CAROLINA LABOR SOLUTIONS, INC., whose address is: P. O. Box 995, Frostproof, Florida 33843.

ARTICLE II - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The total authorized capital stock of this Corporation shall be 100 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. - TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - ADDRESS

The principal office of this Corporation shall be P. O. Box 995, Frostproof, Florida 33843, but the Corporation shall have the power to establish branch offices and other places of business

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at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII - ORIGINAL DIRECTORS

The name and address of the members of the first Board of Directors, is:

BAXTER G. TROUTMAN

P. O. Box 995
Frostproof, FL 33843

ARTICLE IX. - SUBSCRIBER

The name and address of the Subscriber to the Certificate of Incorporation of this Corporation, is:

BAXTER G. TROUTMAN

P. O. Box 995
Frostproof, FL 33843

IN WITNESS WHEREOF, the Subscriber has hereunto set his hand and seal and acknowledged and filed the foregoing Articles of Incorporation in the office of the Secretary of State, this 6th day of June, 2001.


BAXTER G. TROUTMAN

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME personally appeared BAXTER G. TROUTMAN, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, who is personally known to me or who has produced as identification and who did (did not) take an oath, and acknowledged before me that he executed the same

for the purposes therein expressed.

WITNESS my hand and official seal in the County of Polk and
State of Florida, this 10th day of June, 2001..

Lisa L. Hood
Notary Public
My Commission Expires: 12/6/02



Lisa L. Hood

My Commission CC795374

Expires December 6 2002

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE 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:

FIRST--- CAROLINA LABOR SOLUTIONS, INC., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of FROSTPROOF, State of FLORIDA, has named, BAXTER G. TROUTMAN, 30 Sun Ray Plaza, Frostproof, Florida 33843, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

Having been named to accept service of process for the above state Corporation, at the 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.


BAXTER G. TROUTMAN
REGISTERED AGENT

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