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TRANSMITTAL LETTER

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

100004558291--2
-08/27/01--01105--011
*****70.00 *****70.00

SUBJECT: Travel Nurse USA, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Ben Stout
Name (Printed or typed)

2106 Shadyhill Ter
Address

Winter Park FL 32792
City, State & Zip

407 834-3030
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2001 AUG 27 AM 10:59

FILED

NOTE: Please provide the original and one copy of the articles.

8/28/01

EFFECTIVE DATE

8/24/01

FILED

Articles of Incorporation
of
TravelNurseUSA, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be TravelNurseUSA, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal mailing address of this corporation shall be 2106 Shadyhill Terr, Winter Park FL 32792.

ARTICLE II - DATE OF EXISTANCE

The corporation shall exist perpetually, commencing on the date of execution of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street office of the registered office of this corporation in the State of Florida shall be 2106 Shadyhill Terr, Winter Park FL 32792. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Ben F. Stout. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this Corporation is:

Name

Ben F. Stout

Address

2106 Shadyhill Terr
Winter Park FL 32792

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

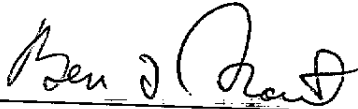
ARTICLE VII - INITIAL BOARD OF DIRECTORS

- A) The initial number of directors of this Corporation shall be one (1).
B) The names and addresses of the initial members of the Board of Directors who shall hold office until their successors are duly elected and qualified are:

Ben F. Stout 2106 Shadyhill Terr, Winter Park FL 32792

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Corporation Act.

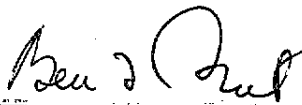


Signature/Incorporator

8/24/01

Date

Having been named as registered agent and to accept service of process for the above stated 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.



Signature/Registered Agent

8/24/01

Date