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		Workforce	Management Systems, Inc.	<del>~~~</del>
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Filing Evidence			Type of Document	
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# ARTICLES OF INCORPORATION OF

WORKFORCE MANAGEMENT SYSTEMS, INC.

## ARTICLE I.

The name of this corporation is WORKFORCE MANAGEMENT SYSTEMS,

# ARTICLE II. PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 2301 22nd Avenue South, St. Petersburg, FL 33712.

# ARTICLE III. DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

#### ARTICLE IV. PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

### ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

#### ARTICLE VI.

### REGISTERED OFFICE, REGISTERED AGENT AND INCORPORATOR

The name of the initial Registered Agent and the Incorporator of the corporation and the street address of the initial Registered Office are Carolyn W. Williams, 2301 22nd Avenue South, St. Petersburg, FL 33712. The Registered Agent, by execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

# ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are Carolyn W. Williams, 2301 22<sup>nd</sup> Avenue South, St. Petersburg, FL 33712 and Sam L. Williams, Jr., 2301 22<sup>nd</sup> Avenue South, St. Petersburg, FL 33712.

### ARTICLE VIII. AMENDMENT

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

#### ARTICLE IX. BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

# ARTICLE X. INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 23 day of May, 2002.

CAROLYN W/ WILLIAMS

INCORPORATOR and REGISTERED AGENT