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-05/31/02--01033--023  
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. QUICKFIX STAFFING INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
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02 MAY 31 AM 11:41  
DIVISION OF CORPORATION

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

05/31

ARTICLES OF INCORPORATION  
OF  
QUICKFIX STAFFING INC.

FILED  
02 MAY 31 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE, the undersigned, have come together for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopting the following Articles of Incorporation.

**ARTICLE I:           NAME**

The name of this corporation is QUICKFIX STAFFING INC.

**ARTICLE II:           PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: P.O. Box 141076, Coral Gables, Florida 33114.

**ARTICLE III:           DURATION**

The duration of this corporation shall be perpetual, commencing on the date of this filing.

**ARTICLE IV:           PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business in the U.S. and abroad; but especially to provide temporary staffing solutions to individuals or on-going businesses.

**ARTICLE V:           SHARES - CAPITAL STOCK**

This corporation is authorized to issue ONE HUNDRED SHARES of \$2.00 par value common stock, which shall be determined "common shares" and shall be the only class of stock issued by the corporation.

**ARTICLE VI:           PREFERENCES, LIMITATIONS, AND RELATIVE RIGHTS OF  
SHARES OF CAPITAL STOCK**

**Section 1. Dividends**

The holders of record of the common shares shall be entitled to cash dividends and/or stock dividends if, when and as declared by, and in the sole discretion of, the Board of Directors in the Resolution authorizing each dividend. Nothing in this section shall be construed as placing any affirmative duty on said Board of Directors to declare any dividend at any time except as said Board or Directors shall determine.

**Section 2. Voting Rights**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of record of the common stock.

**ARTICLE VII: PREEMPTIVE RIGHTS**

Every shareholder upon the sale of any new stock of this corporation, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares (at the price of which is offered to others).

**ARTICLE VIII: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 833 Lorca Street, Coral Gables, Florida 33134, and the names of the initial registered agents of this corporation are Paul S. Alcazar *at the above address.*

**ARTICLE IX: INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of Directors may be increased by the By-laws. The name and address of the initial Board of Directors of the corporation is:

- 1.) Paul S. Alcazar  
439 Anastasia Avenue, #20  
Coral Gables, Florida 33134

**ARTICLE X: INCORPORATORS**

The names and addresses of the persons signing these Articles are the same as listed in ARTICLE VIII.

**ARTICLE XI: INTERIM OFFICERS**

- 1.) Paul S. Alcazar - PRESIDENT  
439 Anastasia Avenue, #20  
Coral Gables, Florida 33134
- 2.) Marlene M. Alcazar – SECRETARY AND TREASURER  
833 Lorca Street  
Coral Gables, Florida 33134

**ARTICLE XII: BY-LAWS**

The power to adopt, alter amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XIII: INITIAL ISSUE OF SHARES**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts stated opposite their names:

<u>NAME</u>	<u>AMOUNT</u>
Paul S. Alcazar	80 shares
Marlene M. Alcazar	20 shares

**ARTICLE XIV: SHAREHOLDERS MEETING REQUIRED**

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by law.

**ARTICLE XV:**            **MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the directions of a two-thirds majority of the shareholders of this corporation.

**ARTICLE XVI:**            **POWERS**

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, including the following:

- a) To lend money to officers and employees or the corporation, with or without interest, for the benefit of the corporation.
- b) To lend money for the corporate purposes of the corporation.
- c) To establish pension, profit sharing, stock option, and other incentive plans for the officers and employees of the corporation.
- d) To serve as incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

**ARTICLE XVII:**            **LIMITATION OF POWERS OF COMMITTEES**

In addition to other limitations imposed by Law, no committee of Directors of this corporation shall have or exercise the power of the Board of Directors without approval of the holders of at least two thirds of the outstanding shares.

**ARTICLE XVIII:**            **DIVIDENDS**

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.

**ARTICLE XIX:**            **INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

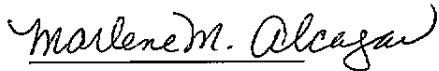
**ARTICLE XX:            AMENDMENT**

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. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by two thirds of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 30<sup>th</sup> day of May, 2002.



Paul S. Alcazar, PRESIDENT



Marlene M. Alcazar, SECRETARY and TREASURER

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**  
**02 MAY 31 PM 12:55**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE  
DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE  
APPOINTMENT AS REGISTERED 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.**

  
**REGISTERED AGENT SIGNATURE**