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TRANSMITTAL LETTER

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

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-08/06/02--01027--001
*****70.00 *****70.00

SUBJECT: PEO SOLUTIONS OF SOUTH FLORIDA, INC.

Enclosed is an original and one copy of the Articles of Incorporation and one check for \$70.00. Please return to us a stamped copy of the Articles.

FROM:

Keith Hobbs, President
1511 NW 108 Way
Coral Springs, FL 33071
(954) 753-5967

FILED
02 AUG -5 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
PEO SOLUTIONS OF SOUTH FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: PEO Solutions of South Florida, Inc.

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

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

ARTICLE IV

The number of shares of stock that this corporation is authorized to issue shall be: one-hundred (100) shares common in one class only, each having a par value of one dollar (\$1.00) per share.

The corporation shall have the power to amend these articles at any time to provide for the different classes of stock and to provide provisions for the preferences, limitations, and relative rights in respect to the shares of each class of stock.

ARTICLE V

The principal place of business and mailing address of this corporation shall be:

1511 NW 108 Way
Coral Springs, FL 33071

ARTICLE VI

The initial number of corporate directors shall be at least one (1) and not more than five (5). The number of directors may be raised or lowered by amendment of the by-laws of the corporation but shall in no case be less than one.

ARTICLE VII

The name and street address of the member of the first board of directors of this corporation is as follows:

Keith Hobbs, President
1511 NW 108 Way
Coral Springs, FL 33071

ARTICLE VIII

The name and street address of the incorporator to these Articles of Incorporation is:

Keith Hobbs, President
1511 NW 108 Way
Coral Springs, FL 33071

ARTICLE IX

The name and address of the first officer of this corporation is as follows:

Keith Hobbs, President
1511 NW 108 Way
Coral Springs, FL 33071

ARTICLE X

The name and address of the first subscriber to the capital stock of this corporation is as follows:


<u>Name and Address</u>	<u>Amount</u>	<u>Number of Shares</u>
Keith Hobbs 1511 NW 108 Way Coral Springs, FL 33071	\$ 100.00	One hundred (100)

ARTICLE XI

The name and address of the registered agent of this corporation is:

Keith Hobbs
1511 NW 108 Way
Coral Springs, FL 33071

The undersigned incorporator has executed these Articles of Incorporation this
22nd day of July 2002.

X 

Keith Hobbs
President
1511 NW 108 Way
Coral Springs, FL 33071

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED
AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is :
2. PEO SOLUTIONS OF SOUTH FLORIDA, INC.

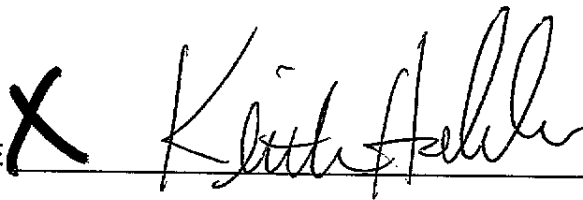
2. The name and address of the registered agent and office is:

Keith Hobbs
1511 NW 108 Way
Coral Springs, FL 33071

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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 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 OBLIGATION OF MY POSITION AS
REGISTERED AGENT.

SIGNATURE



DATE: July 22, 2002
