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### CAPITAL CONNECTION, INC.

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		Art. of Amend. File	
		RA Resignation	
		Dissolution / Withdrawal	
		Annual Report / Reinstatement	
		Cert. Copy	
		Photo Copy	
		Certificate of Good Standing	
		Certificate of Status	
		Certificate of Fictitious Name	
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#### ARTICLES OF INCORPORATION

**OF** 

GOOD HELP, INC.

# FILED 2003 JW 22 Rt 1: 25

#### ARTICLE I. NAME

The name of this corporation is GOOD HELP, INC. (the "Corporation").

#### ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of this Corporation is 4615 Post Oak Place Drive, Suite 140, Houston, Texas 77024.

#### ARTICLE III. DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles.

#### ARTICLE IV. PURPOSE

This Corporation is organized to include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time.

#### ARTICLE V. CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of common stock, par value \$1.00 each.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent and the street address of the initial registered office of this Corporation is:

<u>NAME</u> <u>ADDRESS</u>

KEVIN H. GRAHAM Shumaker, Loop & Kendrick, LLP

101 E. Kennedy Blvd., Suite 2800

Tampa, Florida 33602

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS/OFFICERS

This Corporation shall have one (1) director initially. The number of directors may be changed from time to time as provided for by the Bylaws.

The name and address of the initial director/officer of this Corporation is:

NAME ADDRESS

KEN JOEKEL 4615 Post Oak Place Drive

Director Suite 140

President/Treasurer/Secretary Houston, Texas 77024

#### ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

NAME ADDRESS

KEVIN H. GRAHAM Shumaker, Loop & Kendrick, LLP

101 E. Kennedy Blvd., Suite 2800

Tampa, Florida 33602

#### ARTICLE IX. INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE X. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21st day of January, 2003.

KEVIN H. GRAHAM, Incorporator

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21st day of January, 2003, by KEVIN H. GRAHAM, who is personally known to me.

NOTARY PUBLIC

Name:

My Commission Expires:

[notary seal]

Lonell Matthews
MY COMMISSION # CC949697 EXPIRES
July 25, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

#### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted in compliance with Section 607.0505 of the Florida Statutes.

GOOD HELP, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at the City of Tampa, County of Hillsborough, State of Florida, has named KEVIN H. GRAHAM, located at Shumaker, Loop & Kendrick, LLP, 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602, as its agent to accept service of process within this State.

#### ACCEPTANCE:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, I hereby accept the appointment to act in this capacity and agree to comply with Florida law relative to keeping said office open.

DATED: January 21, 2003.

KEVIN H. GRAHAM Registered Agent