

Mar 24 03 10:53a EXPRESS
Division of Corporations

305-444-4977

FILED P.1
Page 1 of 2

03 MAR 24 AM 9:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2nd
FAX
D03000033488

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000085105 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EXPRESS CORPORATE FILING SERVICE INC.
Account Number : I20000000146
Phone : (305)444-4994
Fax Number : (305)444-4977

**FLORIDA PROFIT CORPORATION OR P.A.
MANAGEMENT PERSONNEL SERVICES CORPORATION**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

DR 3/65

Mar 24 03 10:53a

EXPRESS

305-444-4977

FILED P.2

((403000085105)))

03 MAR 24 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MANAGEMENT PERSONNEL SERVICES CORPORATION

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of this corporation shall be:

MANAGEMENT PERSONNEL SERVICES CORPORATION

Its principal place of business and/or mailing address shall be:

5730 Southwest 100th Street
Miami, Florida 33156

ARTICLE II NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all-lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes including but not limited to providing or leasing trained restaurant managers to Burger King or other fast food franchisees.

ARTICLE III AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 100 shares of Common Stock having a par value of \$0.01 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

((403000085105)))

ARTICLE IV
TERMS OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

710 South Dixie Highway
Coral Gables, Florida 33146

The name of the initial registered agent of this Corporation at that address shall be:

Fernando S. Aran, Esquire

ARTICLE VI
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII
DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

Marianela M. Aran
5730 Southwest 100th Street
Miami, Florida 33156

(((403000085105)))

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Marianela M. Aran
5730 Southwest 100th Street
Miami, Florida 33156

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 11 day of ~~November 2002~~
March 2003


Marianela M. Aran
Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

THE FOREGOING instrument was acknowledged before me this 11 day of ~~November 2002~~
March 2003 by Marianela M. Aran, who is personally known to me or who has produced the following as identification: _____ and who did/did not take an oath.

Notary Public, State of Florida

Name of Notary, Typed/Printed

Commission Number
My Commission Expires:

((11402000005105)))

FILED
03 MAR 24 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION AND ACCEPTANCE

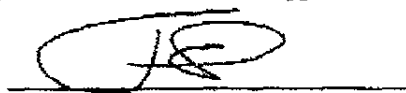
OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Management Personnel Services Corporation, having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 710 South Dixie Highway, Coral Gables, Florida 33146, has named Fernando S. Aran, Esquire, located thereat as its registered agent to accept service of process within this state.


Marianela M. Aran
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.


Fernando S. Aran, Esquire
Registered Agent