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DIVISION OF CORPORATIONS
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9-9-03
423

TRANSMITTAL LETTER

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

SUBJECT: MEDICAL STAFFING DIRECT, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: MEDICAL STAFFING DIRECT INC c/o Mark Weicher
Name (Printed or typed)

905 CLINT MOORE ROAD
Address

BOCA RATON, FL 33487
City, State & Zip

561-953-0702
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
MEDICAL STAFFING DIRECT, INC.**

The undersigned subscribed to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be:

MEDICAL STAFFING DIRECT, INC.

And it's initial post office address and it's principal office for the conduct of business is:

**905 Clint Moore Road
Boca Raton, FL 33487**

ARTICLE II

The purpose of the Corporation shall be all lawful purposes under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock of this Corporation, which is authorized to have outstanding at any one time, is 20,000,000 shares of common stock at \$0.001 par value. Said stock shall be non-assessable and shall be payable in lawful money of the United States or in property, labor or in services at a just valuation to be fixed by the stockholders at a meeting duly convened and held.

ARTICLE IV

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE V

The term for which this Corporation shall exist shall be perpetual and the business of the Corporation shall be conducted, carried on and managed by the officers of this Corporation and a Board of directors composed of one or more members, which number may be altered from time to time by the By-Laws of this Corporation within the limitations prescribed by law.

The officers of this Corporation shall be a President, Treasurer and Secretary and any other officer, as the Board of Directors may deem expedient.

ARTICLE VI

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall be never less than one. The name (s) and address (es) of the initial director (s) of this Corporation is:

**ROBERT A. HAMMOND, JR.
905 Clint Moore Road
Boca Raton, FL 33487**

ARTICLE VII

No contract, act or transaction of this Corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this Corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, person, firm or corporation, and each and every person who may become a director of this Corporation is hereby relieved from any liability that might otherwise exist from this contracting with this Corporation in which he or she may in any way be interested. Any director of this Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company.

ARTICLE VIII

The street address of the initial registered office of this Corporation is 905 Clint Moore Road, Boca Raton, FL 33487, and the name of the initial registered agent of this Corporation is:

Robert A. Hammond, Jr.

ARTICLE IX

These Articles of Incorporation of this Corporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 31st day of March 2003.

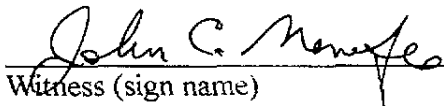


Witness (sign name)


ROBERT A. HAMMOND, JR.

Mark Weicher

Witness (print name)



Witness (sign name)

John C. Menefee

Witness (print name)

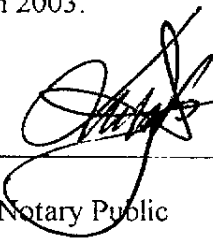
STATE OF FLORIDA }

COUNTY OF PALM BEACH }

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, Robert A. Hammond, Jr., having produced a Florida Driver's License, and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 31st day of March 2003.





Notary Public

My Commission No:
My Commission Expires:


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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

The Corporation desires to organize under the laws of the State of Florida with its office as indicated in the Articles of Incorporation located at that address appoints Agent as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation at the place designated in this Certificate, I hereby accept this capacity and agree to comply with the provisions of said Act relating to keeping said office open.


Robert A. Hammond, Jr.
Registered Agent

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