

**Electronic Articles of Incorporation
For**

P04000092975
FILED
June 17, 2004
Sec. Of State
jshivers

RETURN TO WORK USA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

RETURN TO WORK USA, INC.

Article II

The principal place of business address:

1700 66TH STREET NORTH
201
ST. PETERSBURG, FL. 33710

The mailing address of the corporation is:

P.O. BOX 40280
ST. PETERSBURG, FL. 33743

Article III

The purpose for which this corporation is organized is:

THE CORPORATION'S PURPOSE IS TO PROVIDE VOCATIONAL AND REEMPLOYMENT SERVICES. THE FOREGOING PURPOSE IS INTENDED AS EXAMPLE ONLY. NOTHING THEREIN SHALL PROHIBIT THE CORPORATION FROM EXTENDING ITS ACTIVITIES TO ANY LAWFUL BUSINESS PURPOSE.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

ROBERT J LEE
1700 66TH STREET NORTH
201
ST. PETERSBURG, FL. 33710

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ROBERT J. LEE

Article VI

The name and address of the incorporator is:

CHARLOTTE H LOWDER
1700 66TH STREET NORTH
SUITE 201
ST. PETERSBURG, FL 33710

Incorporator Signature: CHARLOTTE H LOWDER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ROBERT J LEE
1700 66TH STREET NORTH, SUITE 201
ST. PETERSBURG, FL. 33710

Title: VP
ROBERT W LOWDER
1700 66TH STREET NORTH, SUITE 201
ST. PETERSBURG, FL. 33710

Title: S,T
CHARLOTTE H LOWDER
1700 66TH STREET NORTH, SUITE 201
ST. PETERSBURG, FL. 33710

Article VIII

The effective date for this corporation shall be:

06/15/2004