

P050000/860

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

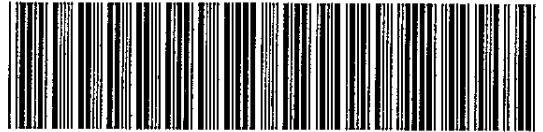
(Business Entity Name)

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TRANSMITTAL LETTER

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

SUBJECT: MD. Staffing, 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: Mary G. Gaudet
Name (Printed or typed)

1840 Wolford Rd. #33
Address

Clearwater Fl. 33760
City, State & Zip

727-688-4177
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

MD STAFFING, INC.

THE UNDERSIGNED INCORPORATORS, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT IN COMPLIANCE WITH CHAPTER 607 AND/OR CHAPTER 621, FS, HEREBY ADOPTS THE FOLLOWN ARTICLES OF INCORPORATION.

ARTICLE I. NAME

THE NAME OF THE CORPORATION SHALL BE:

MD STAFFING, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS OF THE CORPORATION SHALL BE:

**P. O. BOX 17634
CLEARWATER, FL. 33762**

ARTICLE III CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARE OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

100 SHARES AT \$1.00 PAR VALUE PER COMMON STOCK

ARTICLE V TERM OF EXISTENCE

THE CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI OFFICERS, DIRECTORS

THE NAMES AND THE STREET ADDRESS OF THE INITIAL OFFICERS AND DIRECTORS, IF ANY WHO SHALL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSORS ARE ELECTED ARE:

MARY A. GAUDET – PRESIDENT/OWNER
1840 WOLFORD RD. #33
CLEARWATER, FL. 33760

TREVOR W. GAUDET – VICE PRESIDENT/CO-OWNER
1840 WOLFORD RD. #33
CLEARWATER, FL. 33760

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VIII BY LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BYLAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS, BUT THE BOARD OF DIRECTORS MAY NOT ALTER, AMEND OR REPEAL ANY BYLAWS ADOPTED BY THE SHAREHOLDERS IF THE SHAREHOLDERS PROVIDE THAT THE BYLAWS SHALL NOT BE ALTERED, AMENDED OR REPEALED BY THE BOARD OF DIRECTORS.

ARTICLE VIII AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS MEETING BY AT LEAST A MAJORITY OF THE STOCK ENTITLED TO VOTE, UNLESS ALL OF THE DIRECTORS AND ALL OF THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

ARTICLE IX INCORPORATORS

THE NAME AND STREET ADDRESS OF THE PERSONS SIGNING THESE ARTICLES OF INCORPORATION AS THE INCORPORATORS ARE:

MARY A. GAUDET
1840 WOLFORD RD #33
CLEARWATER, FL. 33760

TREVOR W. GAUDET
1840 WOLFORD RD #33
CLEARWATER, FL. 33760

CERTIFICATION DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE:

Pursuant to the provisions of Section 607.325 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: MD Staffing, Inc.
2. The name and address of the registered agent and office is:

MARY A. GAUDET
1840 WOLFORD RD #33
CLEARWATER, FL. 33760

SIGNATURE: Mary G. Stewart
CORPORATE OFFICER
INCORPORATORS

TITLE: PRESIDENT/OWNER

DATE: JANUARY 28, 2005

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 6073325 FLORIDA STATUTES.

SIGNATURE: Mary G. Stewart
registered agent

DATE: JANUARY 28, 2005

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA