Florida Department of State

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Division of Corporations

Fax Number : (850)205-0381

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone : (305) 634-3694

Fax Number : (305)633-9696

FLORIDA PROFIT/NON PROFIT CORPORATION

brightsar recruiters, inc.

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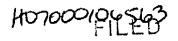
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ARTICLES OF INCORPORATION

OF

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

BRIGHTSTAR RECRUITERS, INC.

THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF .

INCORPORATION FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I - NAME

THE NAME OF THE CORPORATION SHALL BE BRIGHTSTAR RECRUITERS, INC.

ARTICLE II - COMMENCEMENT & DURATION

THE CORPORATION SHALL EXIST PERPETUALLY UNLESS SOONER DISSOLVED ACCORDING TO LAW.

ARTICLE III - ADDRESS

THE MAILING ADDRESS OF THE CORPORATION IS 5100 N. W. 96TH DRIVE, CORAL SPRINGS, FL. 33076.

ARTICLE IV - STATED CAPITAL

THE CORPORATION IS AUTHORIZED TO ISSUE THE FOLLOWING CAPITAL

STOCK:

NO. SHARES CLASSIFICATION PAR VALUE

100,000

COMMON

\$1.00

DOCUMENTS PREPARED BY FOY M. HAMMONS 14105 S. W. 82 AVE., MIAMI, FLA. 33158 (305) 278-6801

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SUBJECT TO APPLICABLE FLORIDA STATUTES, EVERY SHAREHOLDER, UPON THE SALE OF ANY NEW STOCK OF THE CORPORATION OF THE SAME KIND, CLASS OR SERIES AS HE OR SHE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS OR HER PRO-RATE SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED BY OTHERS.

ARTICLE V - REGISTERED AGENT

THE NAME AND ADDRESS OF THE REGISTERED AGENT OF THE CORPORATION IS FOY H. HAMMONS, 14105 S. W. 82 AVE., MIAMI, FL. 33158.

ARTICLE VI - INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATORS OF THE CORPORATION
IS FOY H. HAMMONS, 14105 S. W. 82 AVE., MIAMI, FL. 33158.

ARTICLE VII - BOARD OF DIRECTORS

THE CORPORATION SHALL HAVE THREE DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME THEREAFTER IN ACCORDANCE WITH THE BYLAWS OF THE CORPORATION BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND STREET ADDRESS OF THE INITIAL DIRECTORS OF THIS CORPORATION IS RUBEN AND ALMA GARCIA 5100 N. W. 961 DRIVE, CORAL SPRINGS, FL. 33076.

ARTICLE VIII - SHAREHOLDER PROPERTY

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PRIVATE PROPERTY OF THE SHAREHOLDERS SHALL NOT BE SUBJECT TO THE PAYMENT OF THE CORPORATION'S DEBTS. THE CORPORATION SHALL HAVE A FIRST LIEN ON THE SHARES OF ITS SHAREHOLDERS AND UPON THE DIVIDENDS DUE THEM FOR ANY INDEBTEDNESS OF THE SHAREHOLDERS TO THE CORPORATION.

ARTICLE IX - AMENDMENTS TO ARTICLES

THE SHAREHOLDERS SHALL MAVE THE POWER TO AMEND OR REPEAL THESE ARTICLES OF INCORPORATION WITH NOT LESS THAN A TWO-THIRDS VOTE OF THE COMMON STOCK.

IN WITNESS WHEREOF, THE UNDERSIGNED, AS INCORPORATOR, HEREBY

EXECUTES THESE ARTICLES OF INCORPORATION THIS DAY OF APR 20

INCORPORATOR

INCORPORATOR

ORDINATION

INCORPORATOR

ORDINATION

INCORPORATOR

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT FOR BRIGHTSTAR RECRUITERS, INC.

DATED THIS 20 DAY OF And . 200

REGISTER AGENT

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