

**Electronic Articles of Incorporation
For**

P07000096048
FILED
August 27, 2007
Sec. Of State
tburch

ASCEL HUMAN CAPITAL SERVICES, CORP.

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:

ASCEL HUMAN CAPITAL SERVICES, CORP.

Article II

The principal place of business address:

2520 S.W. 22ND STREET
SUITE 2-57
MIAMI, FL. 33145

The mailing address of the corporation is:

2520 S.W. 22ND STREET
SUITE 2-57
MIAMI, FL. 33145

Article III

The purpose for which this corporation is organized is:

PROVIDE HR MANAGEMENT SOLUTIONS TO SMALL AND MEDIUM SIZE COMPANIES. SERVICES WILL INCLUDE: RECRUITMENT PROCESS MANAGEMENT, DIRECT PLACEMENT, ESTABLISHMENT AND MAINTENANCE OF HUMAN RESOURCES MANAGEMENT PRINCIPALS & PRACTICES.

Article IV

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

2

Article V

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

TED R CELAYA
31 SE 5TH STREET
402
MIAMI, FL. 33131

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

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Registered Agent Signature: TED R. CELAYA

Article VI

The name and address of the incorporator is:

TED CELAYA
2520 S.W. 22ND STREET
SUITE 2-57
MIAMI, FL 33145

Incorporator Signature: TED R. CELAYA

Article VII

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

Title: M.P.
TED R CELAYA
2520 S.W. 22ND STREET
MIAMI, FL. 33145

Title: M.P.
GEORGE ASSAL
2520 S.W. 22ND STREET
MIAMI, FL. 33145

Article VIII

The effective date for this corporation shall be:

08/27/2007