

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

Effective Date

11-9-07

From:

Account Name : CHAIRES HAMMOND, P.L.
Account Number : I20060000163
Phone : (407) 834-2777
Fax Number : (407) 834-2778

FLORIDA PROFIT/NON PROFIT CORPORATION

STAFF HOUSE, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION

OF

Effective Date

STAFF HOUSE, INC.

11-9-07

The undersigned, subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates herself/himself in the formation of a professional corporation under the laws of the State of Florida, pursuant to the provisions of Chapter 607, Florida Statutes:

**ARTICLE I
CORPORATE NAME**

The name of this corporation shall be **Staff House, Inc.** The corporation shall have perpetual existence.

**ARTICLE II
GENERAL PURPOSE**

The general purpose for which this corporation is organized shall be:

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in every phase and aspect of the business of providing medical staffing services, any lawful act or any other activity or purpose for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of one cent (\$0.01) per share.

Prepared by Gregory A. Chaires, Esq.
Chaires & Hammond, P.L.
283 Cranes Roost Blvd., Suite # 165
Altamonte Springs, FL 32701
Florida Bar # 964808

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ARTICLE IV
EFFECTIVE DATE

Pursuant to 607.0203, Florida Statutes (2006), the effective date of incorporation shall be November 9, 2007.

ARTICLE V
TRANSFER OF SHARES

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

ARTICLE VI
PRINCIPAL OFFICE

The address of the principal office and mailing address of the Corporation in the State of Florida is 200 Esplanade Way, #110 Casselberry, FL 32707

ARTICLE VII
REGISTERED AGENT

The address of the registered agent is 283 Cranes Roost Blvd, Suite # 165 Altamonte Springs, FL 32701. The name of the initial registered agent of this corporation at that address is Gregory A. Chaires.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation shall be one (1).
- B. The number of Directors may be increased or diminished from time to time by bylaws adopted by the shareholders, but shall never be less than one.
- C. The name and address of the initial member of the Board of Directors, who shall hold office for the first year of existence of this corporation or until his/her successor is elected or appointed and qualified, is:

Laudelina Martinez, President, Secretary, Treasurer
200 Esplanade Way, #110
Casselberry, FL 32707

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**ARTICLE IX
INCORPORATOR**

The name and street address of the incorporator of the corporation are:

<u>Name</u>	<u>Address</u>
Chaires & Hammond, P.L.	283 Cranes Roost Blvd, Suite # 165 Altamonte Springs, FL 32701

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**ARTICLE X
AMENDMENT TO ARTICLES**

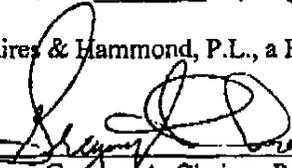
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XI
INDEMNIFICATION**

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator had made and subscribed these Articles of Incorporation at Altamonte Springs, Florida, this 13th day of November, 2007.

Chaires & Hammond, P.L., a Florida corporation

By: 

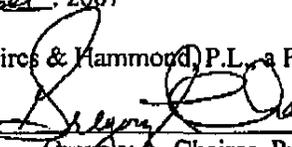
Gregory A. Chaires, President

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent 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.

Dated this 13th day of November, 2007

Chaires & Hammond, P.L., a Florida corporation

By: 

Gregory A. Chaires, President