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TALLAHASSEE, FLORIDA
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CST Business & Financial Services

1500 N. University Drive, Suite 273
Coral Springs, FL 33071
TEL: (954) 323-8224 / FAX (954) 323-4057
Email: cstfinancial@hotmail.com

February 25, 2010

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Elite Staffing Group, Inc.

Gentlemen:

I have enclosed on behalf of subject client the Articles of Incorporation with the applicable fees.

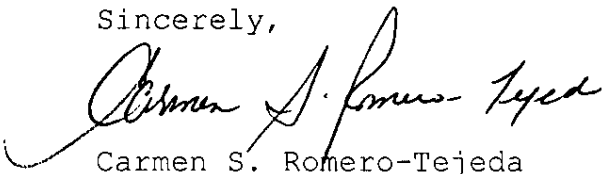
Please return all correspondence concerning this matter to:

Carmen S. Romero-Tejeda
CST Business & Financial Services
1500 N. University Drive, Suite 273
Coral Springs, FL 33071

The enclosed check for \$87.50 represents the filing fee for the Articles of Incorporation and the issuance of a certificate of status and certified copy of the articles of corporation.

For further information concerning this matter, please contact me, the undersigned at (954) 323-8224.

Sincerely,



Carmen S. Romero-Tejeda

ARTICLES OF INCORPORATION

OF

ELITE STAFFING GROUP INC.

Effective Date

03-01-10

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The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **ELITE STAFFING GROUP INC.** hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The street and mailing address of the principal office of the Corporation's is 1500 N. University Drive, Suite 273, Coral Springs, FL 33071

ARTICLE 4 - INCORPORATOR

The name and street address of the Incorporator of this Corporation is Carmen S. Romero-Tejeda whose address shall be the same as the principal office of the Corporation.

ARTICLE 5 - DIRECTORS

The Corporation shall have one director initially who shall be Carmen S. Romero-Tejeda and whose addresses shall be the same as the principal office of the Corporation. The number shall be fixed by the bylaws and may be changed from time to time.

ARTICLE 6 - CORPORATE CAPITALIZATION

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **THREE HUNDRED (300)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

6.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

6.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

6.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

6.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 7 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

7.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation

as provided in Sub-Chapter S of the Internal Revenue Code of 1986 as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

7.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholder's share of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

7.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 8 - SHAREHOLDER'S RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file of the principal office of the Corporation.

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Amended and Reinstated Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall be notice thereof.

ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial name and Florida Street address of the registered agent of this Corporation is CST Business & Financial Services, 1500 N. University Drive, Suite 273, Coral Springs, FL 33071.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLES 14 - EFFECTIVE DATE

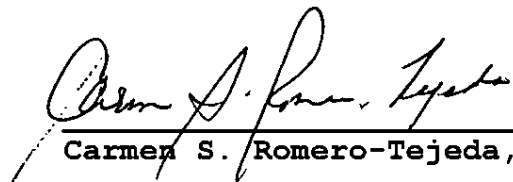
These Articles of Incorporation shall be effective March 1, 2010.

ARTICLES 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or

permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 25th day February 2010.


Carmen S. Romero-Tejeda, Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/OFFICE

CORPORATION:

ELITE STAFFING GROUP INC.

REGISTERED AGENT/OFFICE:

CST BUSINESS & FINANCIAL SERVICES
1500 N. UNIVERSITY DRIVE, SUITE 273
CORAL SPRINGS, FL 33071

I agree to act as registered agent and to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.



BY: CARMEN S. ROMERO-TEJEDA

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