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Benford | Gluckman

Attorneys at Law.
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Orlando, FL 32801

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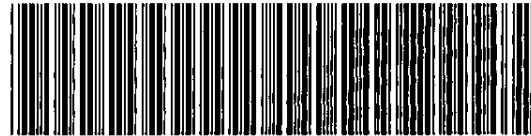
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December 20, 2010

Florida Secretary of State
Amendments Division
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Excel Recruiting Management Corporation & Excel Staffing Solutions, Inc.

Dear Sir/Madam:

Enclosed for filing please find the Articles of Merger for Excel Recruiting Management Corporation merging with Excel Staffing Solutions, Inc., with Excel Recruiting Management Corporation as the surviving entity and the filing fee of $70.00. Please return all correspondence concerning this matter to:

Kenneth Gluckman
Benford Gluckman, PL
20 N. Orange Avenue, Suite 700
Orlando, FL 32801
kenn@businessgc.com
407-956-1000

Please contact me with any questions regarding this matter.

Sincerely,

Kenneth S. Gluckman, Esquire

KSG/cs
Enclosure

ARTICLES OF MERGER

OF

EXCEL STAFFING SOLUTIONS, INC.
A Florida corporation

INTO

EXCEL RECRUITING MANAGEMENT CORPORATION,
a Florida corporation

Pursuant to the provisions of the §607.1104 of the Florida Business Corporation Act (the "**FBCA**"), Excel Staffing Solutions, Inc., a Florida corporation ("**Excel Staffing**"), and Excel Recruiting Management Corporation, a Florida corporation ("**Excel Management**"), approve and submit the following Articles of Merger to effectuate a merger of Excel Staffing with and into Excel Management (this "**Merger**"):

FIRST: Following this Merger, the surviving corporation will be Excel Recruiting Management Corporation, a Florida corporation, Document Number P10000092587;

SECOND: The merging corporation is Excel Staffing Solutions, Inc., a Florida corporation, Document Number P09000096694;

THIRD: The plan of merger for the Merger (the "**Plan of Merger**") is attached to these Articles of Merger;

FOURTH: This Merger shall become effective on January 1, 2011;

FIFTH: The Plan of Merger was properly approved by unanimous written consent of the board of directors of Excel Management, dated as of December 10, 2010;

SIXTH: The Plan of Merger was properly approved by written consent of the shareholder of Excel Staffing, dated as of December 10, 2010;

Excel Staffing Solutions, Inc.,
a Florida corporation

By: _____
Name: Mark Piccini
Title: Shareholder/Director

Excel Recruiting Management Corporation,
a Florida corporation

By: _____
Name: Jay Weaver
Title: Shareholder/Director

AGREEMENT AND PLAN OF MERGER

Pursuant to the provisions of the §607.1104 of the Florida Business Corporation Act (the "**FBCA**"), Excel Staffing Solutions, Inc., a Florida corporation ("**Excel Staffing**"), and Excel Recruiting Management Corporation, a Florida corporation ("**Excel Management**"), approve and submit the following Agreement and Plan of Merger (this "**Plan**") to effectuate a merger of Excel Staffing with and into Excel Management (the "**Merger**"):

WHEREAS, Excel Management owns one hundred percent (100%) of the issued and outstanding capital stock of Excel Staffing; and

WHEREAS, following the Merger, Excel Management will be the surviving entity and all of the capital stock of Excel Staffing shall be cancelled, null and void; and

WHEREAS, there are no shareholders of Excel Staffing who are entitled to appraisal rights.

For consideration, the receipt and sufficiency is hereby acknowledged, Excel Staffing and Excel Management agree as follows:

1.   The above recitals are incorporated into this Plan and acknowledged as being true.

2.   Excel Staffing and Excel Management agree to Merge, and that Excel Management will be the surviving entity.

IN WITNESS WHEREOF, each of the parties hereto has caused this Plan to be signed as of December 10, 2010.

Excel Staffing Solutions, Inc.,   Excel Recruiting Management Corporation,
a Florida corporation   a Florida corporation

By:_____   By:_____
Name: Mark Piccini   Name: Jay Weaver
Title: Shareholder/Director   Title: Shareholder/Director