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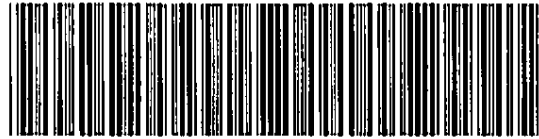
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 24, 2018

RUTH KATSOURIS  
19093 NW 12TH COURT  
PEMBROKE PINES, FL 33029 US

SUBJECT: BRIGHT HUMAN CAPITAL SOLUTIONS, INC.  
Ref. Number: W18000085070

We have received your document for BRIGHT HUMAN CAPITAL SOLUTIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

It appears the filing submitted has a typographical error in the entity name. Please verify this name and all other information contained in the filing and resubmit it for processing.

The street address is complete in the Principal Address section.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Nadira D McClees-Sams  
Regulatory Specialist II

Letter Number: 618AC0019369

September 19, 2018

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Cir.  
Tallahassee, FL 32301

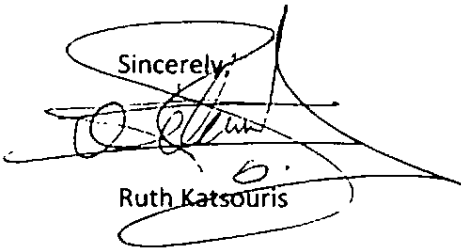
Ruth Katsouris  
19093 NW 12<sup>th</sup> Court  
Pembroke Pines, FL 33029

Dear Sir or Madam,

I am enclosing a Check for 78.75 dollars for the following:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75

Sincerely,



Ruth Katsouris

## ARTICLES OF INCORPORATION

OF

### BRIGHT HUMAN CAPITAL SOLUTIONS, INC.

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 BRIGHT HUMAN CAPITAL SOLUTIONS, 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 address of the principal office of this Corporation is 19093 NW 12<sup>th</sup> Court Pembroke Pines, Florida 33029 and the mailing address is the same

#### ARTICLE 4- INCORPORATOR

The name and street address of the incorporator of this Corporation is

Ruth Katsouris . .  
19093 NW 12<sup>th</sup> Court  
Pembroke Pines, Florida 33029

#### ARTICLE 5 - OFFICERS

The officers of the Corporation shall be

President: Ruth Katsouris  
Secretary: Ruth Katsouris  
Treasurer: Ruth Katsouris

whose addresses shall be the same as the principal office of the Corporation

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**ARTICLE 6 - DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Ruth Katsounis

whose addresses shall be the same as the principal office of the Corporation

**ARTICLE 7- CORPORATE CAPITALIZATION**

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 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

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

7.4 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 Director(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

7.5 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.

7.6 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.

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**ARTICLE 8-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.

8.1 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.

8.2 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 shareholders' shares 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.

8.3 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 9 - SHAREHOLDERS' 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 at the principal office of the Corporation.

**ARTICLE 10-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 Articles of Incorporation.

**ARTICLE 11 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

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**ARTICLE 12 - 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 have notice thereof.

**ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT**

The above name-incorporator, desiring to organize the corporation under the laws of the state of Florida, hereby designates the corporation's Registered Office at 19093 NW 12<sup>th</sup> Court, Pembroke Pines, Florida 33029. The name and address of the registered agent of this Corporation is Ruth Katsouris, who lives at the Registered Office.

**ARTICLE 14 - 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.

**ARTICLE 15 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE 16 - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision 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.

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**ARTICLE 17 - INDEMNIFICATION**

The Corporation agrees to fully and completely defend and indemnify its officers and directors from and against any and all loss, cost, damage, or expense (including attorneys' fees) suffered or incurred on account of any action taken in good faith on behalf of the Corporation



**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 October 2, 2018.



Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Ruth Katsouris, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.



Ruth Katsouris