GREENBERG Trauric

Patricia Menendez Cambo 305-579-0766



SECRETARY OF STATES

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

100001390561 -01/26/95--01078--009 ****122.50 ****122.50

Re: Select Outsourcing Services, Inc.

Dear Sir/Madam::

Enclosed please find the original executed Articles of Incorporation for Select Outsourcing Services, Inc., along with a check in the amount of \$122.50 to cover the filing and certified copy fees.

Please forward our office the certified copy. Should you have any questions, please do not hesitate to contact me.

Sincerely,

Patricia Menendez Cambo

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PMC/cld

Enclosures

ARTICLES OF INCORPORATION OF SELECT OUTSOURCING SERVICES, INC.

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SECRETARY OF STATE

ARTICLE I - Name

The name of the Corporation is Select Outsourcing Services, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - Purpose

The Corporation is organized for the purposes of engaging in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE III - Capital Stock

The par value thereof and the characteristics of such stock shall be as follows:

- (a) Number of shares authorized is 1,000.
- (b) Par value per share is .01.
- (c) Class of stock is common.

ARTICLE IV - Initial Registered Office and Agent

The Corporation's principal and mailing address in the State of Florida, County of Dade, is 8600 Doral Boulevard, Suite 400, Miami, Florida 33166, and the name of its registered agent is Patricia Menendez Cambo, Esquire, and her address in the State of Florida, County of Dade, is Greenberg Traurig Hoffman Lipoff Rosen & Quentel, P.A., 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE V - Board of Directors

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is five, and the names and addresses of such members of the Board of Directors, who are to serve as the Corporation's directors until their successors are duly elected and qualified, are:

Name and Title

Address

Edward C. Gillette, III President, Treasurer

8600 Doral Boulevard, Suite 400 Miami, Florida 33166

Bruce M. Gillette Vice President, Secretary

8600 Doral Boulevard, Suite 400 Miami, Florida 33166

ARTICLE VI - Incorporators

The name of the incorporator is Edward C. Gillette, and the address of the incorporator is 8600 Doral Boulevard, Suite 400, Miami, Florida 33166.

ARTICLE VII - Indemnification

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent permitted by Florida law in existence now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the incorporator named above, for the purposes of forming a corporation, pursuant to the Florida General Corporation Act with the State of Florida, has signed these Articles of Incorporation this 20th day of January, 1995.

Edward C. Gillette

Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named the register tragent of select Outsourcing Services, Inc., hereby accepts such designation as it is familiar with and accepts the obligations as provided in the Florida General Corporation Act.

Dated this day of January, 1995.

By. P. M. Canhi

Patricia Menendez Cambo, Esquire Greenberg Traurig Hoffman Lipoff Rosen & Quentel, P.A. 1221 Brickell Avenue Miami, Florida 33131

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM FLORIDA DEPARTMENT-OF STATE **APPLICATION** Sandra B. Mortham **FOR** 96 DEC 10 M1 9:21 Secretary of State REINSTATEMENT DIVISION OF CORPORATIONS SECRETARY OF STATE TALLAHASSEE, FLORIDA DOCUMENT # 195000007 Select OUTSOUTING Services, Duc. 1 Corporation Name Mailing Address Principal Place of Business Minni, Frorida 10509 SW118 ST REINSTATEMEN HIAMI, FE 33176 If above addresses are incorrect in any way, line through incorrect information and enter correction below Do NOT WHITE IN THIS SPACE
Date Incorporated or Qualified
To Do Business in Florida A New Mailing Address, II Applicable

1.0. 6xx /6255

Suite, Apt. 4, etc. 2. New Principal Office Address, If Applicable

SAME AS ABOVE. 25 JAN 96 5. FEI Number Applied For 65-0556286 Not Applicable City & State City & State ~ SR 75 Auto Const Line ŽΦ CERTIFICATE OF STATUS DESIRED Country 1/SA 7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors) Street Address of Each Name of Officers and/or Directors City / State / Zip Officer and/or Director
(Do NOT Use Post Office Box Numbers) Title(s) Perdo HIAMI, FL 3317L Theresia L. Gillette 10204 2M 118 ST 900002028079--011 ****375.00 ****375.00 9. Name and Address of New Register 8. Name and Address of Current Registered Agent H. GHETTE Street Address (P.O. Box Number is Not POSEN I QUEL THE PA 1221 Brickel AVE MIMMI, Fronda renamed corporation, am familiar with and accept the obligations of Section 607,0505, F.S. 10. 1, being appointed the registered agent of the att 10cc 9C Signature of Registered / pent REGISTERED AGENT MUST SIGN 11. Does this corporation pay any intangible tax to the (See other side for information No V Yes L Dept. of Revenue under S. 199,032, Florida Statutes. on intangible tax.) 12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k). Florida Statutes, I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access, I certify that I am an officer or director or the receiver or Inistee empowered to execute this polication as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607,0401 or 617,0401, F.S., and that all lees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

G UFFICER OR DIRECTOR

THERESIA L GILL

SIGNATURE AND TYPED UN PERTEU NAME OF SIGN

SIGNATURE: