

P95000013704

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

800001409148
-02/17/95--01054--002
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TEMPORARY PERSONNEL, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____

☒ Certified Copy

☐ Mail out ☒ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 17 4:11:50
RECEIVED
95 FEB 17 4:11:37
DIVISION OF CORPORATIONS

95 FEB 17 AM 11:50

ARTICLES OF INCORPORATION

OF

Temporary Personnel, Inc.

We, the undersigned, hereby agree to organize a corporation under the laws of the State of Florida, with Articles of Incorporation as follows:

FIRST: The name of the Corporation is:

Temporary Personnel, Inc.

SECOND: The Corporation is to have perpetual existence.

THIRD: The purpose for which the Corporation is formed is to conduct any lawful business, and said Corporation shall possess and have all the powers now and hereafter conferred by the laws of the State of Florida upon corporations organized thereunder.

FOURTH: The amount of capital stock authorized is FIVE THOUSAND (5,000) shares, having a par value of ONE (\$1.00) DOLLAR per share, and shall be paid for in lawful money of the United States of America, or in property, labor, or service.

FIFTH: The post office address of the principal office of the corporation in Florida is: 270 S.W. 31st Street, Fort Lauderdale, FL 33315, Florida, or at such other place within the State as the Board of Directors from time to time, by appropriate action shall determine.

SIXTH: The initial Registered Agent of the Corporation and the street address of the registered office is:

Allan Migdall

270 S.W. 31st Street

Fort Lauderdale, FL 33315

SEVENTH: The initial Board of Directors of the Corporation shall of one or more persons.

EIGHTH: The names and post office addresses of the members of the initial Board of Directors, who shall hold office until the first Annual Meeting of Shareholders, and until their successors are elected and have qualified, are:

NAME

Allan Migdall

POST OFFICE ADDRESS

270 S.W. 31st Street
Fort Lauderdale, FL 33315

NINTH: The names and post office addresses of all subscribers of this Corporation, and the number of shares which each agree to take are:

<u>NAMES</u>	<u>ADDRESSES</u>	<u>NUMBER OF SHARES</u>
Allan Migdall	270 S.W. 31st Street Fort Lauderdale, FL 33315	500

the value of which shall be no less than FIVE HUNDRED (\$500.00) DOLLARS and each subscriber having paid therefor the sum of ONE (\$1.00) DOLLAR per share.

TENTH: The Board of Directors shall exercise all corporate powers, except as otherwise provided by statute, and in addition thereto, and to all other powers now or hereafter conferred by law or by these Articles of Incorporation or by the By-laws, shall have the power:

(a) to hold meetings, or have one or more offices and to keep the books of the Corporation, except as otherwise expressly provided by law, at such places, whether within or without the State of Florida, as may from time to time be designated by the Board.

(b) to make, alter, and repeal the by-laws of the Corporation, subject to the reserved power of the stockholders to make, alter, and repeal By-laws.

(c) to fix and determine, from time to time, and to vary the amount of the working capital of the Corporation, to appropriate or set apart reserves for any corporate purpose, to determine what, if any, dividends shall be declared and paid to stockholders out of the surplus or net profits and to direct and determine the use and disposition of any surplus or net profits over and above the capital of the Corporation.

(d) from time to time to authorize and issue obligations of the Corporation, secured or unsecured, to include therein such covenants and restrictions and such provisions as to redeemability, subordination or otherwise, and with such maturities, as the Board in its sole discretion may determine, and to authorize the mortgaging or pledging, as security therefor, of any part of the property of the Corporation, real or personal, including after-acquired property.

ELEVENTH: No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporations, and any other director individually or any firm of which any director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact he or such firm is so interested shall be disclosed or shall have been known to the Board or a majority thereof, and such director may be counted in determining the existence of a quorum at any meeting of the Board of this Corporation which shall authorize any such contract or transaction, notwithstanding the fact that such director is so interested.

TWELEVTTH: The Corporation shall indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against losses and expenses actually and necessarily incurred by them in connection with the defense of any action, suit, or proceeding in which they, or any of them, are made parties, or a party by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation with the exception in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled, under any by-laws, agreement, vote of stockholders or otherwise. The right of indemnification hereinabove stated shall, under no circumstances extend to or include indemnification for liabilities arising under the Securities Act of 1933, as amended.

THIRTEENTH: No stockholder, as such, shall have any preemptive or similar right to have first offered to him in any presently or hereafter authorized stock, or options, warrants, bonds,

debentures, notes, or securities convertible into stock of the Corporation which may at any time or times be issued or sold by the Corporation. This provision shall operate to defeat all preemptive rights of any and all stock and classes of stock of the Corporation now authorized or which the Corporation may hereafter be authorized to issue by an amendment or amendments to the Certificate of Incorporation. Any and all stock of the Corporation presently authorized or which may hereafter be authorized and any and all such options, warrants, bonds, debentures, notes or other securities may at any time or from time to time be issued, contracted for sale, sold or disposed of by the Corporation to such persons and upon such conditions as may, to the Board of Directors, seem proper or advisable without first being offered to the then existing stockholders.

FOURTEENTH: There shall be no cumulative voting in any elections of any of the members of the Board of Directors for any class of stock.

FIFTEENTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Certificate of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, the undersigned, being all of the subscribers hereinbefore named, for the purpose of forming a corporation, do subscribe and acknowledge these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this 15 day of FEBRUARY, 1995.

Allan Migdall
Allan Migdall

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, following is submitted, in compliance with said Act:

First, that Temporary Personnel, Inc.,
desiring to organize under the laws of the State of FLORIDA with its principal office, as indicated in the Articles of Incorporation at City of Fort Lauderdale, County of Broward, State of FLORIDA has named Allan Migdall located at 270 S.W. 31st Street, City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Allan Migdall
(Resident Agent)