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DALLAS, TX 75201
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CSC networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

P95000044525

ACCOUNT NO. : 0721000000032

REFERENCE : 605933 82150A

AUTHORIZATION :

Patricia Pajot

COST LIMIT : \$ 122.50

ORDER DATE : May 26, 1995

ORDER TIME : 10:32 AM

ORDER NO. : 605933

CUSTOMER NO: 82150A

CUSTOMER: Mr. Jose Mojica
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

NAME

NAME: STAFF
INC.

790626897
File DATE

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Guma

EXAMINER'S INITIALS: MAY 26 1995 **BSB**

FILED
95 MAY 26 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W95-1165
634



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

95 JUN -8 11 9 30

DIVISION OF CORPORATIONS

May 26, 1995

CSC INDUSTRIES
1201 HAYS STREET
TALLAHASSEE, FL 32301

*Please give the 21st
file back*

SUBJECT: STAFFORD AMBROSE ASSOCIATES INC.
Ref. Number: W95000011085

We have received your document for STAFFORD AMBROSE ASSOCIATES INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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 (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 795A00026857

ARTICLES OF INCORPORATION

OF

STAFFORD AMBROSE ASSOCIATES INC.

FILED
25 MAY 25 11:10:12
CLERK OF THE COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT

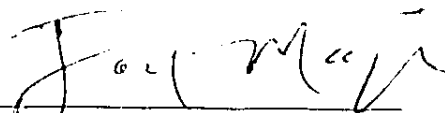
THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is STAFFORD AMBROSE ASSOCIATES INC.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 200 shares, all without par value and of one class.
5. ^{& registered office} The principal address and mailing address of the corporation will be 4435 Old Winter Garden Road, Orlando, FL 32811 and the name of its initial registered agent at such address is XL CORPORATE SERVICES, INC.
6. The number of directors constituting the initial board of directors is ONE and the name and address of each person who is to serve as a member thereof is as follows:

WENDELL CLARK, C/O ARTHUR ESTRINE, CPA, 3487 DANIEL CRESENT, BALDWIN, N.Y.
11510
7. The name and address of the sole incorporator is: JOSE MOJICA, c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 05/25/95



JOSE MOJICA
Sole Incorporator

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT


FILED

95 MAY 26 AM 10:12

CLERK OF COURT
FLORIDA

I, the undersigned, do hereby accept appointment as Registered Agent of STAFFORD AMBROSE ASSOCIATES INC., the within named corporation

Dated: 5/25/95


XL CORPORATE SERVICES, INC.
MARC MOEL, ASST. SECY.