

TRANSMITTAL LETTER

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

P95000047399

13, 1985

SUBJECT:

ProStaff (Fla.), Inc.
(proposed corporate name)

Enclosed is an original and one ² copy of the articles of incorporation and our check for \$ 70.00.

FROM:

Cecille Hayles
Name (printed or typed)
20120 SW 115 Avenue
Address
Miami, FL 33189
City, State, & Zip
(305) 233-0119
Telephone Number

000001514390
-06/15/85--01084--019
*****70.00 *****70.00

Please return a stamped-in copy of the Articles in the enclosed self-addressed envelope.

JUN 19 1985 BSB

Thank you.

Note: Please provide the original and one copy of the Articles.

FILED
95 JUN 15 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LAWSTAFF (FLA.), INC.

FILED

95 JUN 15 AM 11:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I -- NAME

The name of the corporation shall be: LAWSTAFF (FLA.), INC.

ARTICLE II -- PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 20120 SW 115 Avenue, Miami, Florida 33189.

ARTICLE III -- CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: one thousand (1000) shares all of which shall be common stock having a par value of \$1.00 per share.

ARTICLE IV -- INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Cecille Hayles, 20120 SW 115 Avenue, Miami, Florida 33189.

ARTICLE V -- DIRECTORS

The initial board of directors of the Corporation shall consist of two (2) members. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's By-Laws.

The name and address of the directors are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------|---|
| Cecille Hayles, P/D | 20120 SW 115 Avenue, Miami, Florida 33189 |
| Richard Chance, VP/D | 20120 SW 115 Avenue, Miami, Florida 33189 |

ARTICLE VI -- INDEMNIFICATION

The Corporation shall indemnify any officer or director to the fullest extent permitted by law.

ARTICLE VII -- INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is CECILLE HAYLES, 20120 SW 115 Avenue, Miami, Florida 33189.

The undersigned incorporator has executed these Articles of Incorporation this 13th day of June, 1995.


CECILLE HAYLES

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **LAWSTAFF (FLA.), INC.**
2. The name of the registered agent and office is:

CECILLE HAYLES
20120 SW 115 Avenue
Miami, FL 33189

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


CECILLE HAYLES

DATE: 6/13/95

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95 JUN 15 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA