

P95000053618

TRANSMITTAL LETTER

95 JUL 12 PM 12 20
FIVE

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

07/12/95 11:12:20

SUBJECT: 21st Century Personnel, Inc.
(Name of Corporation)

Regarding the subject corporation, please find enclosed, an original and one (1) copy of the Articles of Incorporation and a check in the amount of Seventy Dollars (\$70.00). Please file and return same at your earliest convenience. Thank you.

From & Return To:

Pickup
2:00

R.A. "Rick" Shiarla
Vice President
Adminicor, Inc.
P.O. Box 521134
Longwood, Florida 32752-1134
(407) 339-1220

RECEIVED
DIVISION OF CORPORATIONS
JUL 12 1995

95 JUL 12 PM 1:37

BROWN JUL 12 1995

ARTICLES OF INCORPORATION
OF
21st CENTURY PERSONNEL, INC.

13 JUL 11 11:37
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The undersigned incorporator, for the purpose of forming a corporation pursuant to the provisions of the "Florida Business Corporation Act", hereby adopts the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the corporation shall be 21st Century Personnel, Inc.

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be

Physical Address: 5030 South U.S. Highway
Casselberry, Florida 32707

Mailing Address: P.O. Box 521134
Longwood, Florida 32752-1134.

ARTICLE THREE - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE FOUR - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE FIVE - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is

<u>Class</u>	<u>Par Value</u>	<u>Number</u>
Common	N/A	5,000,000

ARTICLE SIX - INITIAL REGISTERED AGENT

The name and address of the initial registered agent and registered office is

Adminicor, Inc
5030 South U.S. Highway 17/92
Casselberry, Florida 32707

ARTICLE SEVEN - INITIAL DIRECTOR

The number of directors constituting the initial Board of Directors of the corporation is one, and the name of the person who is to serve as a director until the organizational meeting or until the first meeting of shareholders or until his successor is elected and qualified is

R. A. "Rick" Shiarla

ARTICLE EIGHT - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE NINE - SELF DEALING

No contract or other transaction between the corporation and other corporations shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE TEN - INCORPORATOR

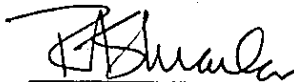
The name and address of the incorporator to these Articles of Incorporation is

Adminicor, Inc

Physical Address 5030 South U.S. Highway
Casselberry, Florida 32707

Mailing Address P.O. Box 521134
Longwood, Florida 32752-1134

The undersigned incorporator hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true. The undersigned has executed the Articles of Incorporation this 11th day of July, 1995.



(Signature of Incorporator)

R.A. "Rick" Shiarla, as Vice President
Adminicor, Inc.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT & REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT AND REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is

21st Century Personnel, Inc.

2. The name and address of the registered agent and office is

Adminicor, Inc.
5030 South U.S. Highway 17/92
Casselberry, Florida 32707.

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 to 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.



(Signature of Registered Agent)

7-11-95

(Date)

R.A. "Rick" Shiarla, as Vice President
Adminicor, Inc.

P95000053618

TRANSMITTAL LETTER

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

SUBJECT 21st Century Personnel, Inc. amend to Jestar International Corporation

(Name of Corporation)

400001538314
07/14/95 - 01075 - 001
*****35.00 *****35.00

Regarding the subject corporation, please find enclosed, an original and one (1) copy of the Articles of Amendment and a check in the amount of Thirty-five (\$35.00). Please file and return same at your earliest convenience. Thank you.

From & Return To:

R.A. "Rick" Shiarla
Vice President
Adminicor, Inc.
P.O. Box 521134
Longwood, Florida 32752-1134
(407) 339-1220

FILED
95 AUG 11 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pickup
2:30
7-14-95

ARG INC

W95-14240

CRG
7/14



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 14, 1995

RETURN TO: (407) 339-4445

R.A. RICK SHIELDS
ADMINICOR, INC.

PO BOX 521134

LONGWOOD, FL 32752-1134

5030 S US Hwy 17/92
Cass Liberty, FL 32707

SUBJECT: 21ST CENTURY PERSONNEL, INC.
Ref. Number: P95000053618

We have received your document for 21ST CENTURY PERSONNEL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The date of adoption of each amendment must be included in the document.

We are enclosing the proper form(s) with instructions for your convenience.

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

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 195A00033958

ARTICLES OF AMENDMENT
ARTICLES OF INCORPORATION
OF
21ST CENTURY PERSONNEL, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST Amendments adopted:

ARTICLE ONE - NAME

The name of the corporation shall be: Jestar International Corporation

ARTICLE TWO - PRINCIPAL OFFICE

The mailing address of the corporation shall be

5030 South U.S. Highway 17/92
Casselberry, Florida 32707

SECOND: The date of amendment adoption: July 13, 1995

The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Amendment are true and the undersigned has hereunto set his hand and seal on this 17th day of July, 1995.



R.A. "Rick" Shiarla
Vice President
Adminicor, Inc
Incorporator

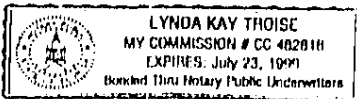
FILED
JUL 11 PM 1:41
SECRETARY OF STATE
FLORIDA

STATE OF FLORIDA

SS

COUNTY OF SEMINOLE

The foregoing instrument as executed and acknowledged before me, at the City of Longwood,
County of Seminole, State of Florida this 1 day of Aug, 1995, by R.A. Link
Shirley who is personally known to me who did take an oath



Lynda Kay Thoise
Notary Public State of Florida
My Commission Expires: 7/23/99