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ROYALE MANAGEMENT SERVICES, INC.

2319 N. Andrews Avenue - Fort Lauderdale, FL 33311 1515 N. Federal Highway, #300 - Boca Baten, FL 33432 (305) 563-1269 - FAX (305) 563-2153 - (407) 361-0012

ACCOUNTING

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01/22/96

Secretary of State Corporation Division State of Florida Tallahassee, Florida 32304

RE: PROTEAM & ASSOCIATES OF PINELLAS

COUNTY, INC.

Gontlomen:

Enclosed herewith are two copies of the Articles of Incorporation for PROTEAM & ASSOCIATES OF PINELLAS COUNTY, INC., and a check in the amount of \$122.50 to be used as follows:

FILING FEE \$ 35.00
REGISTERED AGENT 35.00
CERTIFIED COPY 52.50

TOTAL

\$122.50

If you have any questions please contact Steven Weil at (305) 563-1269.

Respectfully Submitted,

Steven Weil

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ARTICLES OF INCORPORATION OF

PROTEAM & ASSOCIATES OF PINELLAS COUNTY, INC.

The undersigned subscriber to those Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be PROTEAM & ASSOCIATES OF FINELLAS COUNTY, INC.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value \$1.00 per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be, 5140 West Main, Unit 8, New Port Richey, Florida 34652 the name of the initial registered agent of the corporation at that address is ProTeam & Associates, Inc. The initial mailing address for the corporation shall be PROTEAM & ASSOCIATES OF PINELLAS COUNTY, INC., 5140 West Main, Unit 8, New Port Richey, Florida, 34652.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have three officers and three directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until successors are elected or appointed are:

Frad Bowyer

President

335 Wind Rush Loop

Dir.

Tarpon Springs, FL 34689

Jim Williamson

Secretary

4128 Inverrary Blvd #65B

Dir.

Laudorhill, FL

33319

Terry Calcaterra

Vice Pres.

2419 Gulf To Bay Blvd., #926

Dir. Clearwater, FL

34625

ARTICLE VII - SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Jim Williamson

4128 Inverrary Blvd #65B Lauderhill, FL 33319

IN WITNESS WHEREOF, the undersigned has hereunto set his hand-and seal on this 22nd day of January, 1996

Jim Williamson

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 22nd day of January 1996, by, Terry Calcaterra Jim Williamson,

therea queil

Notary Public, State of Florida at Large

My Commission expires: 5-3-98

OFFICIAL NOT ARY SEAL
THERESA J WEIL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC369622
MY COMMISSION EXP. MAY 3,1993

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

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CERTIFICATE OF REGISTERED AGENT

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OF

PROTEAM & ASSOCIATES OF PINELLAS COUNTY, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the state of Florida with its registered office as indicated in the Articles of Incorporation at 5140 West Main. Unit 8. New Port Richey, Florida 34652 has named ProTeam & Associates, Inc. located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

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

registered agent)