

P 96 0000 34530

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DARYL L. WILKINSON

L. PETER JOHNSON (1942-1986)

April 15, 1996

Writer's Direct Number:
(904) 354-2055 Ext. 3036

Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

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-04/17/96--01057--007
***122.50 ***122.50

Re: Filing Articles of Incorporation of Accounting Staffing, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation of Accounting Staffing, Inc., together with a check in the amount of \$122.50 to cover the cost of filing. Please file the Articles and return a certified copy in the envelope provided. Also enclosed is a copy of a letter from the Department of State reserving this name for 120 days.

Yours truly,


Sharon Roberts Henderson

SRH/pag
Enclosures

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96 APR 17 AM
TALLAHASSEE, FL

F. CHESSEY APR 22 1996

ARTICLES OF INCORPORATION
OF
ACCOUNTING STAFFING, INC.

ARTICLE I

NAME

The name of this corporation is Accounting Staffing, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 9428 Baymeadows Road, Suite 120, Jacksonville, FL 32256.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock with a par value of Ten Cents (\$.10) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 9428 Baymeadows Road, Suite 120, Jacksonville, FL 32256. The name of the initial registered agent of this corporation at that address is Elaine S. Harris. The Board of Directors may,

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from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

ADDRESS

Elaine S. Harris

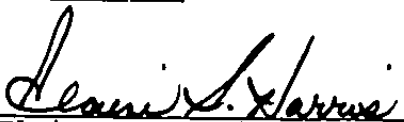
9428 Baymeadows Road, Suite 120,
Jacksonville, FL 32256

ARTICLE VI

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.


IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set her hand and affixed her seal this 12th day of April, 1996.

 (SEAL)
Elaine S. Harris
Incorporator

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
ACCOUNTING STAFFING, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Accounting Staffing, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 9428 Baymeadows Road, Suite 120, Jacksonville, Florida 32256.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal in Jacksonville, Florida, on this 12th day of April, 1996.


Elaine S. Harris
Registered Agent

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