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APRIL 28, 1996

RECEIVED
1996/05/03 11:02:00

JOB FINDERS, INC.,
454 S. YONGE ST., SUITE C
ORMOND BEACH, FL 32174

BUREAU OF CORPORATION RECORDS
CHARTER DIVISION
DIVISION OF CORPORATION
P.O. BOX 8327
TALLAHASSEE, FL 32314

RE: CORPORATE CHARTER
JOB FINDERS, INC..

FILED
96 APR 30 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE ENCLOSED CHECK IS FOR:

| | |
|------------------|---------|
| FILING FEE: | \$35.00 |
| REGISTERED AGENT | \$35.00 |

| | |
|--------|---------|
| TOTAL: | \$70.00 |
|--------|---------|

CHECK #

PLEASE RETURN ALL DOCUMENTS TO THE ABOVE ADDRESS.

THANK YOU,

Louis Ayres Brayman
LOUIS AYRES BRAYMAN

ENCLOSURE

*OK
May 31, 1996*

ARTICLES OF INCORPORATION
OF
JOB FINDERS, INC..

FILED
96 APR 30 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, FOR THE PURPOSES OF FORMING A CORPORATION UNDER THE FLORIDA
GENERAL CORPORATION ACT, HISEBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE ONE
NAME

THE NAME OF THE CORPORATION IS
JOB FINDERS, INC..

ARTICLE TWO
DURATION

THIS CORPORATION SHALL COMMENCE EXISTENCE AS OF THE DATE OF EXECUTION OF
THESE ARTICLES. THE TERM OF EXISTENCE SHALL BE PERPETUAL.

ARTICLE THREE
PURPOSE

THE CORPORATION MAY TRANSACT ANY AND ALL LAWFUL BUSINESS FOR WHICH
CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE FOUR
CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION HAS AUTHORITY TO
ISSUE IS 1000 SHARES, ALL OF WHICH SHALL BE COMMON SHARES WITH PAR VALUE OF \$1.00
PER SHARE.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

EACH SHAREHOLDER OF ANY CLASS OF STOCK OF THIS CORPORATION SHALL BE
ENTITLED TO FULL PREEMPTIVE RIGHTS TO PURCHASE HIS PRO RATA SHARE OF ANY
UNISSUED OR TREASURY SHARES OF THE CORPORATION OF THE SAME KIND, CLASS OR
SERIES AS THAT WHICH HE ALREADY HOLDS, AND SECURITIES OF THE CORPORATION
CONVERTIBLE INTO OR CARRYING A RIGHT TO SUBSCRIBE TO OR ACQUIRE SHARES OF ANY
SUCH UNISSUED OR TREASURY SHARES AT THE PRICE AT WHICH IT IS OFFERED TO OTHISS
(WITHOUT THE ISSUANCE OF FRACTIONAL SHARES.)

ARTICLE SIX
RESTRICTION OF TRANSFER OF STOCK

SHARES HELD BY THE INITIAL SHAREHOLDERS MAY NOT BE RESOLD OR OTHISWISE
TRANSFERRED TO OTHIS PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE
REMAINING SHAREHOLDER(S) OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH,
AND THE TIME WITHIN WHICH SUCH SHARES MAY BE OFFERED AND RESOLD SHALL BE
DETERMINED BY AN AFFIRMATIVE VOTE OF 3/4 OF THE OUTSTANDING SHARES OF THIS
CORPORATION.

**ARTICLE SEVEN
REGISTERED OFFICE**

THE ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 454 S. YONGE ST., SUITE C, ORMOND BEACH, FLORIDA 32174 AND THE NAME OF THE INITIAL REGISTERED AGENT AT SUCH ADDRESS IS:

LOUIS AYRES BRAYMAN
994 HENANDOAH AVE., DELTONA, FLORIDA 32725

**ARTICLE EIGHT
INITIAL STOCK SUBSCRIPTIONS**

THE INITIAL SUBSCRIBER TO THE SHARES OF STOCK OF THIS CORPORATION AND THE NUMBER OF SHARES TO WHICH HE HAS SUBSCRIBED ARE AS FOLLOWS,

LOUIS AYRES BRAYMAN 1,000

**ARTICLE NINE
MANAGEMENT**

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY THE STOCKHOLDERS OF THE CORPORATION RATHIS THAN BY A BOARD OF DIRECTORS OR OFFICERS.

**ARTICLE TEN
INCORPORATION**

THE NAMES AND ADDRESSES OF THE INCORPORATORS ARE:

LOUIS AYRES BRAYMAN
994 HENANDOAH AVE.
DELTONA, FLORIDA 32725

**ARTICLE ELEVEN
AMENDMENTS**

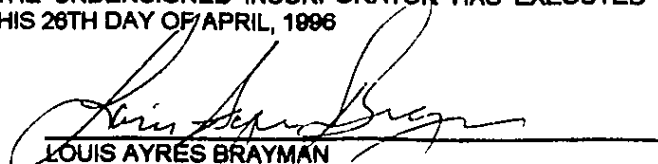
THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HISETO BUT ONLY BY THE VOTE OF AT LEAST 3/4 OF THE SHAREHOLDERS.

**ARTICLE TWELVE
PRINCIPAL OFFICE ADDRESS**

THE MAILING ADDRESS OF THE PRINCIPAL OFFICE IS:

454 S. YONGE ST., SUITE C, ORMOND BEACH, FLORIDA 32174

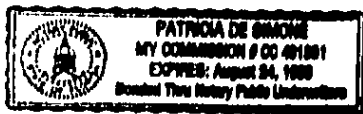
IN WITNESS WHISEOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 26TH DAY OF APRIL, 1996


LOUIS AYRES BRAYMAN

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, AN OFFICER DULY QUALIFIED TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED TO ME LOUIS AYRES BRAYMAN KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING AND ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE LAST AFORESAID
THIS 28TH DAY OF APRIL, 1998.



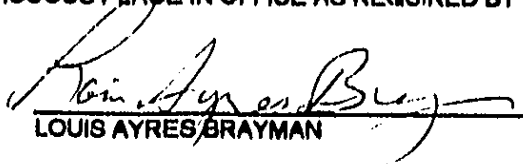
Patricia De Simone

NOTARY PUBLIC
MY COMMISSION EXPIRES: Aug 24, 1999

FILED
96 APR 30 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE

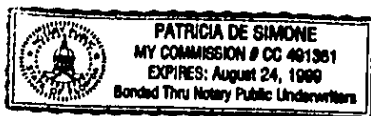
I AGREE AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS: TO KEEP AN OFFICE OPEN DURING PRESCRIBED HOURS: TO POST MY NAME (AND ANY OTHER OFFICERS OF SAID CORPORATION AUTHORIZED TO ACCEPT SERVICE OF PROCESS AT THE ABOVE FLORIDA DESIGNATED ADDRESS) IN SOME CONSPICUOUS PLACE IN OFFICE AS REQUIRED BY LAW.

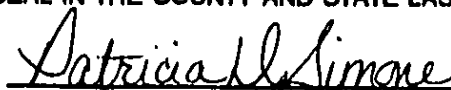

LOUIS AYRES BRAYMAN

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, AN OFFICER DULY QUALIFIED TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED TO ME LOUIS AYRES BRAYMAN KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING AND ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE LAST AFORESAID THIS 26TH DAY OF APRIL, 1996.




NOTARY PUBLIC
MY COMMISSION EXPIRES: Aug. 24, 1996

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS DATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND
NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH CHAPTER 48.091, FLORIDA
STATUTES:

JOB FINDERS, INC..

CORPORATION ORGANIZING UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL
OFFICE LOCATED AT 454 S. YONGE ST., SUITE C, ORMOND BEACH, FLORIDA 32174 HAS NAMED
LOUIS AYRES BRAYMAN AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.