

0

4:10 PM

PUBLIC ACCESS SYSTEM

((H98000007702)))

TELEPHONE

TELEPHONE

TO: DIVISION OF CORPORATIONS

TELEPHONE

REPAIRMENT OF STATE

TELEPHONE

STATE OF FLORIDA

TELEPHONE

STATE OF FLORIDA

TELEPHONE

STATE OF FLORIDA

TELEPHONE

FAX: (904) 222-3300

TELEPHONE

((H98000007702)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: NURSE SERVICE WORLD, INC.

FAX AUDIT NUMBER: H98000007702

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/31/1998

TIME REQUESTED: 16:15:44

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H98000007702)))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM CAPS Connoot: 00:31:4

6/4

6/2 6/26 - 1/623

FILED
96 JUN -4 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/3/96
TB

96 JUN -3 AM 8:35
DIVISION OF CORPORATIONS

RECEIVED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 3, 1996

EMPIRE CORPORATE KIT COMPANY
1492 WEST FLAGLER ST STE 200
MIAMI, FL 33135

SUBJECT: NURSE SERVICE WORLD, INC.
REF: W96000011623

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000007702
Letter Number: 196A00027550

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. Name. The name of this corporation is Nurse Service World, Inc.
2. Duration. The period of duration is perpetual.
3. Purpose. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including providing security/guard services.
4. Capital Stock. The corporation is authorized to issue 100 shares, all of one class, at no par value.
5. Initial Registered Office and Agent. The name and address of the initial registered agent and office of this corporation is as follows:

Judith I. Segelin, Esquire, 501 North Magnolia Avenue,
Suite H, Orlando, Florida 32801

PRINCIPAL ADDRESS:
9162 Kilgore Road, Orlando, FL 32819

6. Initial Board of Directors. This corporation shall have 1 director(s) initially. The number of directors may be either increased or decreased from time to time by an amendment of the

Document Prepared By:
Judith I. Segelin, Esquire
501 N. Magnolia Ave., Ste.H
Orlando, FL 32801
(407) 839-0110
FL BAR ID# 935141

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUN-4 PM 3:32

FILED

H96000007702

H96000007702

bylaws of the corporation in the manner provided by law, but shall never be less than 1. The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

Valerie Denner

9162 Kilgore Road, Orlando, FL 32819

7. Incorporator(s). The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation (is) (are):

NAME

ADDRESS

Valerie Denner

9162 Kilgore Road, Orlando, FL 32819

8. Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
9. NON-RESIDENT DIRECTORS. Directors need not be residents of this state or shareholders unless Articles of Incorporation or Bylaws so require.
10. DIRECTORS' AUTHORITY TO FIX COMPENSATION. Directors shall have authority to fix the compensation of directors and officers unless otherwise provided in Articles of Incorporation or Bylaws.
11. MEETINGS BY CONFERENCE TELEPHONE. Members of the Board of Directors may participate in special, regular, and annual meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law but regular and/or special meetings of the Board of Directors must be attended in fact in person by each director.
12. INDEMNIFICATION. The corporation may be empowered to indemnify any officer or director, or any former officer

H96000007702

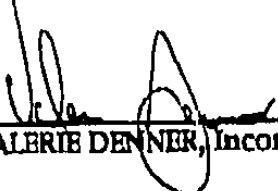
H96000007702

H96000007702

or director in the manner set out and provided for (in the bylaws of this corporation). (Pursuant to the provisions of Section 607.0850 of the Florida Statutes as amended).

13. AMENDMENT OF (ARTICLES) (BYLAWS). The power to adopt, alter, amend or repeal the (Articles of Incorporation/bylaws) of this corporation shall be vested in the (Shareholders) (Board of Directors) by a fifty one percent (51%) vote.
14. SHAREHOLDER QUORUM AND VOTING. Only seventy five percent (75%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator(S) has/have executed these Articles of Incorporation, this 31 day of May, 1996.


VALERIE DENNER, Incorporator


REGISTERED AGENT

FILED

96 JUN -4 AM 10:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96000007702

COLL0000076H

**CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS
MAY BE SERVED AND THE PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OR PROCESS WITHIN THE STATE OF
FLORIDA**

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes,
the following is submitted:

Nurse Service World, Inc., desiring to organize under the laws
of the State of Florida with its initial registered office as indicated in
the Articles of Incorporation, at 501 N. Magnolia Avenue, Suite H,
Orlando, FL 32801 has named Judith I. Segelin, Esquire as it's
registered agent to accept service of process within this state.

ACKNOWLEDGMENT AND ACCEPTANCE:

Having been named as the registered agent for the above
corporation for the purpose of accepting service of process at the
registered office designated in this certificate, I hereby accept such
appointment and acknowledge that I am familiar with and accept the
obligations and responsibilities of such office as provided for in
Florida Statutes 607.0505.


Judith I. Segelin, Registered Agent

FILED
96 JUN -4 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COLL0000076H

DATE: 6/19/97
TO: Div. of Corporations
ATTN: Thelma
FAX: (904) 487-6013

FROM: Adrianna Fanizzi
OF: Nurse Service World, Inc.
FAX: (407) 629-4154
Telc: (407) 629-1141

Thelma -

Per our conversation
the address of our corporation
should be changed from:

Nurse Service World, Inc.
501 N. Magnolia Suite H
Orlando, Fl.

TO:

Nurse Service World, Inc.
1850 Lee Rd. Suite #321
Winter Park, Fl. 32789

JUN 19 1997

Thank You,

Adrianna Fanizzi
(Staffing Coordinator)

06-19-97 10:38AM P001 #23