

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
\_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

F. CHESLER JUN 5 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/5		
TIME	9:30		CK No. _____
BY	21		

WALK-IN  
Will Pick Up \_\_\_\_\_

RE: Amdeo Shipping Inc 52810

FILED	DISBURSED
<input checked="" type="checkbox"/> Capital Express™	
<input type="checkbox"/> Art. of Inc. File	
<input type="checkbox"/> Corp. Record Search	
<input type="checkbox"/> Ltd. Partnership File	
<input type="checkbox"/> Foreign Corp. File	
<input type="checkbox"/> ( ) Cert. Copy(s)	
<input type="checkbox"/> Art. of Amend. File	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> C U S.	
<input type="checkbox"/> Plutinous Name File	
<input type="checkbox"/> Name Reservation	
<input type="checkbox"/> Annual Report/Reinstatement	
<input type="checkbox"/> Reg. Agent Service	
<input type="checkbox"/> Document Filing	
<input type="checkbox"/> Corporate Kit	
<input type="checkbox"/> Vehicle Search	
<input type="checkbox"/> Driving Record	
<input type="checkbox"/> Document Retrieval	
<input type="checkbox"/> UCC 1 or 3 File	
<input type="checkbox"/> UCC 11 Search	
<input type="checkbox"/> UCC 11 Retrieval	
<input type="checkbox"/> File No.'s, Copies	
<input type="checkbox"/> Courier Service	
<input type="checkbox"/> Shipping/Handling	
<input type="checkbox"/> Phone ( )	
<input type="checkbox"/> Top Priority	
<input type="checkbox"/> Express Mail Prep.	
<input type="checkbox"/> FAX ( ) pgs.	

SUBTOTALS \_\_\_\_\_

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

ARTICLES OF INCORPORATION  
OF  
AMEDCO STAFFING, INC.

FILED  
95 JUN -5 AM 11:36  
RECORDING DIVISION  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the Corporation is AMEDCO STAFFING, INC.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV: SUBCHAPTER S CORPORATION

The corporation elects to be organized as a Subchapter S Corporation in accordance with Internal Revenue Service designation.

#### ARTICLE V: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be One Hundred (100) shares having a par value of One Dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

#### ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will be Edward J. Pozzuoli, Bailly & Pozzuoli, 790 East Broward Boulevard, Suite 200, Fort Lauderdale, Florida 33301. The initial street address of the principal office of the Corporation will be 800 West Cypress Creed Road, Suite 310, Fort Lauderdale, Florida 33309. The Board of Directors may, from time to time, move the principal office to any other address.

#### ARTICLE VII: INITIAL BOARD OF DIRECTORS

The Corporation will have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of each person who is to serve as a member of the initial Board of Directors is:

Gino Scialdone, Director  
American Recruiters Consolidated, Inc.  
300 West Cypress Creed Road  
Suite 310  
Fort Lauderdale, Florida 33309

Darcy Penichet, Director  
American Recruiters Consolidated, Inc.  
800 West Cypress Creed Road  
Suite 310  
Fort Lauderdale, Florida 33309

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Gino Scialdone, American Recruiters Consolidated, Inc., 800 West Cypress Creek Road, Suite 310, Fort Lauderdale, Florida 33309.

ARTICLE IX: AMENDMENTS

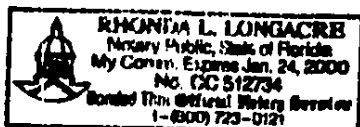
The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 29<sup>th</sup> day of MAY, 1996.

  
Gino Scialdone

STATE OF FLORIDA     }  
COUNTY OF BROWARD   } SS

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Gino Scialdone, as Director, known to me and known to be the person who executed the following Articles of Incorporation.



  
NOTARY PUBLIC - STATE OF FLORIDA

MY COMMISSION EXPIRES:

**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

AMEDCO STAFFING, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Edward J. Pozzuoli, Esquire, located at 790 East Broward Boulevard, Suite 200, Fort Lauderdale, Florida 33301 as its agent to accept service of process within this State.

FILED  
JAN 11 11:36  
CLERK OF DISTRICT COURT  
STATE OF FLORIDA

**ACKNOWLEDGMENT:**

Having been named as registered agent of process for the above reverend corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.

  
Edward J. Pozzuoli