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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GOLDBSTAR STAFFING SERVICES, INC.

FAX AUDIT NUMBER: H000000000051

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 10, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: GOLDSTAR STAFFING SERVICES, INC.
REF: W96000012272

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Loria Poole
Corporate Specialist

FAX Aud. #: H96000008051
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(3)

**ARTICLES OF INCORPORATION
OF
GOLDSTAR STAFFING SERVICES, INC.**

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

GOLDSTAR STAFFING SERVICES, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
815 N.W. 37 AVENUE SUITE 342
MIAMI, FLORIDA 33126

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (1.00) per share.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the Initial Board of Directors are:

DORIS M. GOLDSTEIN
815 N.W. 37 AVENUE SUITE 342
MIAMI, FLORIDA 33126

ARTICLE V. INCORPORATOR

The name(s) and street address(es) of the Incorporator(s) to these Articles of Incorporation is (are):

DORIS M. GOLDSTEIN
815 N.W. 37 AVENUE SUITE 342
MIAMI, FLORIDA 33126

These Articles of Incorporation Prepared By:
Anthony C. Coleman, Jr., P.A.
6343 N.W. 6 Way Suite 210
Fort Lauderdale, Florida 33309
(954) 776-1001
Florida Bar Number 248363

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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:

DORIS M. GOLDSTEIN
818 N.W. 57 AVENUE SUITE 342
MIAMI, FLORIDA 33126

The undersigned has (have) executed these Articles of Incorporation this date: JUNE 7, 1996

Doris M. Goldstein
 DORIS M. GOLDSTEIN, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0301, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **GOLDSTAR STAFFING SERVICES, INC.**
2. The name and address of the registered agent and office is: **DORIS M. GOLDSTEIN**
818 N.W. 57 AVENUE SUITE 342
MIAMI, FLORIDA 33126

SIGNATURE
 TITLE:

Doris M. Goldstein
 PRESIDENT

DATE: JUNE 7, 1996

Having been named Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Doris M. Goldstein
 Registered Agent

JUNE 7, 1996
 Date