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144 P  
TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
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SUITE 200  
MIAMI FL 33135-  
CONTACT: RAY STORMONT  
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NAME: OUTSOURCE RESOURCE, INC.  
FAX AUDIT NUMBER: H90000009587  
DATE REQUESTED: 07/10/1996  
CERTIFIED COPIES: 0  
NUMBER OF PAGES: 5  
ESTIMATED CHARGE: \$70.00

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
CURRENT STATUS: REQUESTED  
TIME REQUESTED: 14:44:41  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
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ARTICLES OF INCORPORATION  
OF

OUTSOURCE RESOURCE, INC.

ARTICLE I

NAME

The name of this corporation is **OUTSOURCE RESOURCE, INC.**

ARTICLE II

PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

NUMBER OF SHARES  
AUTHORIZED

1,000

PAR VALUE  
PER SHARE

\$1.00

CLASS OF  
STOCK

Common

Prepared by CHARLES JAMES KNOWLES CPA (FL)  
7550 RED RD. #112  
MIAMI, FL 33143  
(305) 665-5282

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#### ARTICLE IV

##### INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL ADDRESS

The initial principal street address of this corporation and the name and address of the initial registered agent of this corporation are as follows:

##### REGISTERED AGENT REGISTERED OFFICE

MARLENE ESTORINO  
13415 SW 28 STREET  
MIAMI, FL 33175

##### PRINCIPAL STREET ADDRESS

13415 SW 28 STREET  
MIAMI, FL 33175

#### ARTICLE V

##### INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the directors of this corporation is as follows:

##### NAME

##### ADDRESS

MARLENE ESTORINO

13415 SW 28 STREET  
MIAMI, FL 33175

#### ARTICLE VI

##### INCORPORATOR

The name and address of the person signing these articles is:

##### NAME

##### ADDRESS

MARLENE ESTORINO

13415 SW 28 STREET  
MIAMI, FL 33175

Prepared by CHARLES JAMES THOMAS CPA (FL)

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ARTICLE VII

INDEMNIFICATION

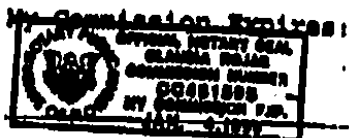
The corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of July, 1996

Marlene Estorino  
Marlene Estorino

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing Articles of Incorporation were acknowledged before me this 10 day of July, by Marlene Estorino.



Claudia Rojas  
NOTARY PUBLIC, State of Florida  
At Large

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CERTIFICATE OF DESIGNATING REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

That desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in Article IV of the Certificate of Incorporation, at the City of Miami, County of Dade, State of Florida, has named MARLENE ESTORINO, located at 13418 SW 28 STREET, MIAMI, FL. 33175, County of Dade, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, by and through MARLENE ESTORINO, as an authorized officer thereof, hereby agrees to act in this capacity, and agrees to comply with the provisions of all statutes relative to the proper and complete discharge of the duties.

Dated this 10th day of July, 1996.

REGISTERED AGENT:

By: Marlene Estorino  
Marlene Estorino  
Authorized Officer

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Added/updated/changed/initials

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