

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171

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PP160000087186



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 123237 8739A

AUTHORIZATION : *Patricia Piggett*

COST LIMIT : \$ 70.00

ORDER DATE : October 17, 1996

ORDER TIME : 9:48 AM

ORDER NO. : 123237-005

CUSTOMER NO: 8739A

CUSTOMER: Jonathan Shepard, Esq
SIEGEL & LIPMAN

Suite 801
5355 Town Center Road
Boca Raton, FL 33432

2000011878702--5

FILED
96 OCT 17 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: EDEN PERSONNEL OF FLA., INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: _____

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96 OCT 17 AM 11:10
DIVISION OF CORPORATION

*W-22120
KR 10.17
6.22.96*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 17, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: EDEN PERSONNEL OF FLA., INC.
Ref. Number: W96000022120

RESUBMIT
Please give original
submission date as file date.

We have received your document for EDEN PERSONNEL OF FLA., INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

You must list at least one incorporator with a complete business street address.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 696A00047704

RECEIVED
DIVISION OF CORPORATIONS
OCT 22 1996
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
EDEN PERSONNEL OF FLA., INC.**

FILED
96 OCT 17 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE 1
NAME**

The name of this Corporation is Eden Personnel of Fla., Inc.

**ARTICLE 2
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be 280 Madison Avenue, New York, New York 10016.

**ARTICLE 3
MAILING ADDRESS**

The mailing address of this Corporation shall be 280 Madison Avenue, New York, New York 10016.

**ARTICLE 4
PURPOSES AND POWERS**

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

**ARTICLE 5
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is Two Hundred (200) shares of Common Stock, having no par value per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

ARTICLE 6
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 289 Tropic Drive, Lauderdale By-The-Sea, Florida 33308, and the name of the initial registered agent of this Corporation at that address is Richard A. Wolf.

ARTICLE 7
INCORPORATOR

The name and address of the person signing these Articles of Incorporation, the Incorporator, is Steven Dunne, at 280 Madison Avenue, New York, New York 10016.

ARTICLE 8
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

The undersigned Incorporator has executed these Articles of Incorporation this 15th day of October, 1996.

Steven Dunne
Steven Dunne, Incorporated

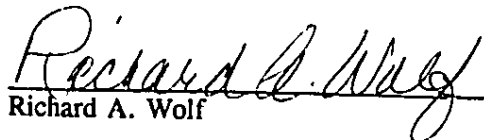
**CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT
FOR
EDEN PERSONNEL OF FLA., INC.**

Pursuant to Section 607.0505, Florida Statutes, the following is submitted:

Eden Personnel of Fla., Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named Richard A. Wolf, located at 289 Tropic Drive, City of Lauderdale By-The-Sea, County of Broward, State of Florida, as its registered agent for service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations as set forth in Section 607.0505, Florida Statutes.


Richard A. Wolf

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TALLAHASSEE, FLORIDA