P97000015013

3 February 1997

100002078091--1 -02/05/97--01038--008 ****125.00 ****125.00

Florida Department of State Division of Corporations P.O.Box 6327 Tallahassee,Fl 32314

Dear Sir,

Enclosed you will find Articles of Incorporation for SEMCO II.

I enclose a check made payable to: Florida Department of State, Division of Corporations in the amount of \$125.00.

Sincerely,

MARK W SMITH

MWS:SBP



505-W97_3175 DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 7, 1997

S E M C O ATTN: MARK W. SMITH 9498 ALTERNATE A1A LAKE PARK, FL 33403

SUBJECT: SEMCO II

Ref. Number: W97000003175

We have received your document for SEMCO II and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 197A00006692

ARTICLES OF INCORPORATION

OF

SEMCO II INCORPORATED

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, as follows:

ARTICLE I

The name of the corporation shall be SEMCO II INCORPORATED and principal office and registered office are the same at 9498 Alternate AlA, LAKE PARK FLORIDA 33403.

ARTICLE II

The purpose of the corporation is to engage in the activity or business of Employee Leasing according the laws of the United States and the State of Florida.

ARTICLE III

The corporation shall have authority to issue 500 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV

The period of this Corporation's existence is perpetual.

ARTICLE V

The street address of the initial <u>Registered Office</u> of this Corporation is 9498 Alternate A1A, Lake Park, Florida 334093 and the initial <u>Registered Agent</u> of this Corporation at that address is MARK W SMITH.

ARTICLE VI

The number of directors constituting this Corporation's initial Board of Directors is ONE (1), whose name and address is as follows:

MARK W SMITH 9498 ALTERNATE A1A LAKE PARK FL 33403

SECRETARY OF STATE DIVISION OF CORPORATIONS

97 FEB 17 PH 2: 18

ARTICLE VII

The name and address of the Incorporator is as follows:

MARK W SMITH 9498 ALTERNATE A1A LAKE PARK FL 33403

ARTICLE VIII

These Articles of Incorporation may be amended in any manner provided by law.

ARTICLE IX

The corporation shall indemnify its Officers, Directors, and Authorized Agents for all liabilities incurred directly, indirectly, or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now, or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of SEMCO II INCORPORATED for the uses and purposes aforesaid this day of FEBRUARY 3, 1997 and he is hereby familiar with and accepts the duties and responsibilities as registered agent for said corporation.

MARK W SMITH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 17 PH 2: 18

STATE OF FLORIDA)
COUNTY OF

BEFORE ME, the undersigned authority, personally appeared MARK W SMITH, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 13th day of Albumy 1997.

Nótary Public

My Comm Exp. 10/15/2000
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No. CC593618
UV Service Inservice Inservice