



**THE UNITED STATES
CORPORATION**
C O M P A N Y

RECEIVED

07 APR 22 AM 8:26

ACCOUNT NO. : 072100000Q32 CORPORATION

REFERENCE : 338474 434005

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : April 21, 1997

ORDER TIME : 4:13 PM

ORDER NO. : 338474-005

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CUSTOMER NO: 4340059

CUSTOMER: Toni Clark, Legal Assistant
KELLEY DRYE & WARREN, LLP

2400 Miami Center
201 South Biscayne Boulevard
Miami, FL 33131-2399

DOMESTIC FILING

NAME: PEOPLESKILLS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

54 APR 21 1997

ARTICLES OF INCORPORATION
OF
PEOPLESKILLS, INC.

FILED
97 MAR 22 AM 9:49
TRINITY COUNTY, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and principal address of this Corporation shall be:

PEOPLESKILLS, INC.
9245 S.W. 157th Street, Suite 209
Miami, Florida 33157

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 10,000 shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

TERM OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

c/o Kelley Drye & Warren LLP
201 South Biscayne Blvd., Suite 2400
Miami, Florida 33131

The name of the initial registered agent of this Corporation at that address shall be:

William L. Rafferty, Jr., Esq.

ARTICLE VI

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII

DIRECTORS - NAMES AND STREET ADDRESSES

The name and street address of the initial members of the Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Cheryl J. Benson	9245 S.W. 157th Street Suite 209 Miami, Florida 33157
Kyle G. Benson	9245 S.W. 157th Street Suite 209 Miami, Florida 33157


ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

<u>Name</u>	<u>Street Address</u>
William L. Rafferty, Jr., Esq.	c/o Kelley Drye & Warren LLP 201 South Biscayne Blvd. Suite 2400 Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 17th day of April, 1997.



William L. Rafferty, Jr., Esq.
Incorporator

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, PEOPLESKILLS, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at c/o Kelley Drye & Warren LLP, 201 South Biscayne Blvd., Suite 2400, Miami, Florida 33131, has named William L. Rafferty, Jr., Esq., located thereat as its registered agent to accept service of process within this state.

By: William L. Rafferty, Jr.
William L. Rafferty, Jr., Esq.
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

William L. Rafferty, Jr.
William L. Rafferty, Jr., Esq.
Registered Agent