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Jacqueline R. Nangle
P.O. Box 57-1184
Miami, FLorida 33257-1184

City/State/Zip Phone #

Office Use Only

305-232-6600
CORPORATION NAME(S) & DOCUMENT NUMBER(S). (if known):
235 6030

1. _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)

FILED
MAY 13 AM 10:40
SECRET
FLORIDA

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Bc

CERTIFICATE OF INCORPORATION
OF

PAYROLL & PEOPLE ETC., INC.

FILED
97 MAY 13 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida this Certificate of Incorporation; and to that end we do, by this Certificate, set forth:

ARTICLE I

The name of this corporation (which is hereinafter called the "Corporation") is:

PAYROLL & PEOPLE ETC., INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to wit:

(a) Design, manufacture and sell any and all products, which the Corporation may deem feasible and to provide accounting, consultation, personnel placement, personnel contracting, engineering, or technical training services.

(b) Anything not contrary to the laws of the State of Florida or the United States.

(c) To subscribe for, invest in, purchase or otherwise dispose of, securities of every nature and kind, including, without limitation, all types of stocks, bonds, debentures, obligations or evidences of indebtedness or participation issued or created, established or organized under the laws of the United States, any of the States, or any territory or district or colony or possession thereof, or under the laws of any foreign country, and also foreign and domestic government and secured call loans; to pay for the same in cash or property or by the issue of stock, bonds or notes of this Corporation or otherwise; and while owning or holding any such securities, to exercise all the rights, powers and privileges of a stockholder of owner, including the right to transfer and convey the said stock or other securities to one or more persons, firms, associations or corporations subject to voting trusts or other agreements placing in such persons voting or other powers in respect of said stocks or other securities; to borrow money or otherwise obtain credit and to secure the same by mortgaging, pledging or otherwise subjecting as security the assets of this Corporation.

(d) To build, erect, construct, purchase, hire or otherwise acquire, own provide, establish, maintain, hold, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property of whatsoever nature, whether real, personal of mixed, or any interests or rights therein without limits as to amounts; to buy, sell, assign, convey and cancel liens upon personal property and real estate of every kind and nature whatsoever; to act as a broker or agent for the purchase, sale, leasing and management of real estate, and the negotiating of loans thereon; to borrow and lend money and to negotiate loans; to draw, endorse, accept, discount and deliver bills of exchange, promissory notes, bonds, debentures, and other negotiable instruments of whatsoever nature, and secure the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take, acquire, hold, exchange and deal in shares, stocks, bonds, obligations or securities of any government or authority, individual or corporation.

(e) To carry on the business of a holding company and to purchase and acquire any mercantile or commercial business, trade or enterprise permitted by the laws of the State of Florida, and to own, hold, operate, maintain, use, sell, or otherwise dispose of the same; to enter into or engage in any such business, trade or enterprise.

(f) To make and carry out contracts for building, structures, improving and repairing buildings, structures, improvements, warehouses, docks, bridges, bulkheads, sea walls, fills and structures of every

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OF
PAYROLL & PEOPLE ETC., INC.

kind and nature whatsoever; to build, construct or repair roads bridges, wharves, sea walls, sidewalks, ditches drains, bulkheads and in connection therewith, to use any appliance or appliances, dredge or equipment of whatsoever nature for the purpose of so doing; to carry on in any and all of its respective branches and the business of general contracting of whatsoever nature; to own and to own and operate boats, boat lines, bridges and dredges; to make, deepen or widen channels or canals; to fill in low ground, to buy, sell manufacture, trade and deal in machinery, tools and in steel, iron, plaster, granite, implements, stone, brick, lumber, shell, sand and every kind of building material and supplies whatsoever; to make all manner of river and harbor improvements; to engage in the building of buildings and repairing of vessels, ships, boats, crafts and to do all manner of marine construction.

(g) To engage in the sales and commission business in the representation of factories, wholesalers and businesses which require the use and services of a sales and commissions agency, and to do all things necessary in connection with the operation of a sales and commission agency; as well as to engage in other similar and allied businesses incidental to a sale and commission agency, which said agency will operate both within and without the continental limits of the United States of America.

(h) To own, conduct, operate and maintain a store or stores or distribution centers, warehouses, lofts, storage centers or other outlets for the purpose of manufacturing, making, buying, selling and otherwise dealing in building supplies and equipment incidental to the accounting or construction business.

(i) To own, buy, sell, lease, exchange or otherwise deal in real estate and personal property; to mortgage, sell and convey the same; to negotiate, purchase, hold and sell mortgages, stocks, bonds and other securities and personal property; to invest money in real estate for itself or for other parties; to build, furnish, equip, construct and repair buildings and to carry on the general contracting and accounting and/or construction business; to have all the powers conferred upon such corporation with and incident to the foregoing under the laws of the State of Florida or any other State.

(j) Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other act or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

ARTICLE III

The stock of this Corporation shall be divided into one hundred (100) shares of stock of the par value of (\$1.00) per share, all of one class, namely Common Stock, and having an aggregate per par value of ONE HUNDRED AND NO/100s (\$100.00). All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; property, labor or services may be purchased or paid for with the capital stock, at a just valuation to be paid for with the capital stock, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The amount of capital with which this Corporation shall begin business shall be no less than

ARTICLE V

The principal place of business of the Corporation shall be at 2890 N.W. 35th Street, Miami, Florida-33142, with the privilege of having branch offices within and without the State of Florida.

mailing address: P O Box 57-1184, Miami, FL

33257-1184

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ARTICLE VI

This Corporation shall have perpetual existence.

ARTICLE VII

The names and post office addresses of the first Board of Directors of the Corporation, who shall hold office for the first year, or until their successors are chosen, shall be:

Jacqueline R. Nangle	Director
Post Office Box 57-1184	
Miami, FLorida 33257-1184	

ARTICLE VIII

The number of directors of the Corporation shall be not less than one (1) nor more than fifteen (15).

ARTICLE IX

The names and post office addresses of the President, if appointed Vice-President or Secretary, or/and Treasurer, who shall hold office until their successors are elected or appointed or have qualified are:

Jacqueline R. Nangle	President
P.O. Box 57-1184	
Miami, FLorida 33257-1184	

ARTICLE X

The names and post office addresses of such subscribers to the stock and the number of shares of stock which agrees to take are:

Jacqueline R. Nangle	100 Shares
P.O. Box 57-1184	
Miami, FLorida 33257-1184	

100 Shares

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PAYROLL & PEOPLE ETC., INC.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, and acknowledged to be
filed in the office of the Secretary of State the foregoing Certificate of Incorporation, this 1st day of
~~April~~ 1997.

MAY 97
KJ

Jacqueline R. Nangle, President
JACQUELINE R. NANGLE, PRESIDENT

COUNTY OF DADE :

SS:

STATE OF FLORIDA :

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take
acknowledgements, personally appeared

JACQUELINE R. NANGLE

and each severally acknowledged before me that they signed the foregoing Certificate of Incorporation
for the purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL at the City of Miami, County of Dade, State of
Florida, this 1st day of ~~April~~ 1997.

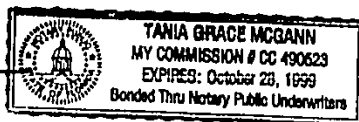
MAY 97
KJ

Tania Grace McGinn

NOTARY PUBLIC
State of Florida at Large

ID#
118744538460

My Commission expires:



STATE OF FLORIDA / DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process within this State: naming Agent upon whom process may be served and names and addresses of the officers and directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

PAYROLL & PEOPLE ETC., INC.

a corporation organizing under the laws of the State of Florida with its principal office at 2890 N.W. 35th Street, Miami, Florida 33142, in the City of Miami, County of Dade, State of Florida, has named Jacqueline R. Nangle, as its agent to accept service of process within this state.

DIRECTOR/ OFFICER: JACQUELINE R. NANGLE, PRESIDENT
P.O. BOX 57-1184
MIAMI, FLORIDA 33257-1184

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

IN WITNESS WHEREOF, we have unto set our hands and seals, and acknowledged to be filed in the office of the Secretary of State the foregoing Designating Certificate, this 15th day of April, 1997.

Jacqueline R. Nangle, President
JACQUELINE R. NANGLE, PRESIDENT

COUNTY OF DADE :

SS:

STATE OF FLORIDA :

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared

JACQUELINE R. NANGLE

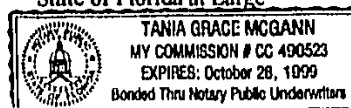
and who acknowledged before me that they signed the foregoing Designation Certificate of Incorporation for the purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL at the City of Miami, County of Dade, State of Florida, this 15th day of April, 1997.

10 # 752446535460

My Commission expires:

Tania Grace McGann
NOTARY PUBLIC
State of Florida at Large



FILED
97 MAY 13 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA