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LAW OFFICES
JACKSON AND MASON
ATTORNEYS AT LAW, P. A.
516 WEST ADAMS STREET
JACKSONVILLE, FLORIDA 32202

E. THORNTON (NED) JACKSON (1911-1986)
RICHARD T. GORDON IV (1952-1989)
EDWARD P. JACKSON
DEMERE MASON

AREA CODE 904
TEL 358-1952
FAX 356-9614

May 19, 1997

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

Dear Sir:

Enclosed please find the Articles of Incorporation of CHATHAM PERSONNEL CONSULTANTS OF JACKSONVILLE, INC. and the certificate designating the resident agent. Please file this corporation. I have enclosed my check for \$122.50 to cover the filing fee.

Thank you for your cooperation in this matter.

Cordially,

Edward P. Jackson

Edward P. Jackson

EPJ:bc
Encl.

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MAY 23 1997
TALLAHASSEE, FLORIDA
97 MAY 21 AM 9:06
FBI-ED

ARTICLES OF INCORPORATION

OF

CHATHAM PERSONNEL CONSULTANTS OF JACKSONVILLE, INC.

FILED
97 MAY 21 AM 9:06
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this corporation is CHATHAM PERSONNEL CONSULTANTS OF JACKSONVILLE, INC.

ARTICLE II.

This corporation shall have a perpetual existence.

ARTICLE III.

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

This corporation is authorized to issue Five Thousand (5,000) Shares of One Dollar (\$1.00) par value common stock.

ARTICLE V.

The street address of the office of this corporation is 2110 Park Street, Jacksonville, Florida 32204, and the name of the initial registered agent of this corporation is Stephanie Z. Schwader, will accept service at 2110 Park Street, Jacksonville, Florida 32204. The principal place of business of this corporation is 2110 Park Street, Jacksonville, Florida 32204.

ARTICLE VI.

This corporation shall have one (1) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial Director of this corporation is:

Stephanie Z. Schwader

2110 Park Street
Jacksonville, Florida 32204

ARTICLE VII.

The name and address of the Officers of this corporation are:

Stephanie Z. Schwader	President, Vice-President,
2110 Park Street	Secretary and Treasurer
Jacksonville, Florida 32204	

ARTICLE VIII.

The name and address of the persons signing these Articles of Incorporation is:

Stephanie Z. Schwader
2110 Park Street
Jacksonville, Florida 32204

ARTICLE IX.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the voting Shareholders.

ARTICLE X.

Shares of capital stock of this corporation shall be issued initially to the following and in the amounts set forth opposite its name:

Stephanie Z. Schwader -- 100 shares

ARTICLE XI.

The Directors of this corporation may take action by written consent, as provided by law.

ARTICLE XII.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders,

and approved at a Stockholders meeting by a majority of the Stockholders entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation, this 14th day of May, 1997.


STEPHANIE Z. SCHWADER

STATE OF FLORIDA

SS

COUNTY OF DUVAL

BEFORE ME, personally appeared STEPHANIE Z. SCHWADER, who, being by me first duly sworn executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation as her free act and deed, for the uses and purposes therein expressed and produced as identification her Florida Drivers License Number S360-799-56-771-0.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County, aforesaid, this 14th day of May, 1997.



NOTARY PUBLIC

Print Name: Barbara Clark

My Commission Expires: 6/22/98

BARBARA CLARK
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires June 22, 1998
Commission No. CC 387834
Bonded thru Patterson - Becht Agency

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED

IN COMPLIANCE WITH SECTION 48.901, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED.

FIRST-THAT CHATHAM PERSONNEL CONSULTANTS OF JACKSONVILLE, INC.
_____(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL BUSINESS AT CITY OF JACKSONVILLE
(CITY)

STATE OF FLORIDA _____, HAS NAMED STEPHANIE Z. SCHWADER,
(STATE) (NAME OF RESIDENT AGENT)

LOCATED AT 2110 PARK STREET

(STREET ADDRESS AND NUMBER OF BUILDING, P.O. BOX ADDRESS)

CITY OF JACKSONVILLE STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
(CITY)

SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Stephanie Z. Schwader
(CORPORATE OFFICER)

TITLE President

DATE May 14, 1997

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.

SIGNATURE Stephanie Z. Schwader
(RESIDENT AGENT)

DATE May 14, 1997