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Stein & Associates
2780 E. ~~Fowler~~ Ave.
Suite 146
Tampa, FL 33612

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Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

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

2. ______________________ (Corporation Name) ______________________ (Document #)

3. ______________________ (Corporation Name) ______________________ (Document #)

4. ______________________ (Corporation Name) ______________________ (Document #)

☐ Walk in ☐ Pick up time ____________ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| | NEW FILINGS |
|---|---|
| | Profit |
| | NonProfit |
| | Limited Liability |
| | Domestication |
| | Other |

| | AMENDMENTS |
|---|---|
| | Amendment |
| | Resignation of R.A., Officer/ Director |
| | Change of Registered Agent |
| | Dissolution/Withdrawal |
| | Merger |

| | OTHER FILINGS |
|---|---|
| | Annual Report |
| | Fictitious Name |
| | Name Reservation |

| | REGISTRATION/ QUALIFICATION |
|---|---|
| | Foreign |
| | Limited Partnership |
| | Reinstatement |
| | Trademark |
| | Other |

FILED
97 AUG 27 AM 11:39
SEC... TALLAH... FLORIDA

| Examiner's Initials | |
|---|---|

CR2E031(1/95)

FILED
97 AUG 27 AM 11: 36
SEC... TALLAHA... FLORIDA

# ARTICLES OF INCORPORATION
# of
# STERN & ASSOCIATES, INC.

The undersigned Incorporator, a natural person, competent to contract, hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of creating a corporation for profit under the laws of the State of Florida.

## ARTICLE I
## NAME

The name of the Corporation is:

Stern & Associates, Inc.

## ARTICLE II
## NATURE OF BUSINESS

The Corporation is authorized to engage in the business of healthcare career job placement and all other lawful business and any other transactions permitted under the laws of the United States and the State of Florida. The Corporation shall have as many branches as may be deemed necessary.

## ARTICLE III
## CAPITAL STOCK

The Corporation shall be authorized to issue shares of common stock. The maximum number of shares of common stock that the Corporation is authorized to have outstanding at any time is one thousand (1,000) shares, of one dollar ($1.00) par value.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the stockholders of the Corporation at any regular or special meeting.

## ARTICLE IV
## INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business is not less than five hundred ($500.00) dollars.

## ARTICLE V
## TERM OF EXISTENCE

The Corporation shall have perpetual existence which shall commence at the time of filing of these Articles of Incorporation with the Secretary of State of Florida.

## ARTICLE VI
## BOARD OF DIRECTORS

There shall be one director as the first Board of Directors. The name of the member of the first Board of Directors who shall serve until the first annual meeting, or until a successor shall have been elected and qualified is:

| NAME | ADDRESS |
| --- | --- |
| Michele Stern | 2780 E. Fowler Ave., Suite 146, Tampa, FL 33612 |

## ARTICLE VII
## ADDRESS

The initial street address of the principal office of the Corporation is:

2780 E. Fowler Ave., Suite 146, Tampa, FL 33612

## ARTICLE VIII
## MANAGEMENT

The daily affairs of the Corporation shall be managed by the Corporation's directors. The number of directors of this Corporation shall be no less than one. The number of directors may be increased, or decreased from time to time, by the By-Laws adopted by the stockholders but shall never be less than one. Directors need not be stockholders.

## ARTICLE IX
## INCORPORATORS

The name and address of the Incorporator of the Corporation is:

| NAME | ADDRESS |
|---|---|
| Michele Stern | 2780 E. Fowler Ave., Suite 146, Tampa, FL 33612 |

## ARTICLE X
## SECTION 1244 STOCK

The Corporation, and the parties thereto, may take whatever action shall be necessary to cause the shares of the Corporation to qualify as "Section 1244 Stock" s such term is used and defined in the Internal Revenue Code and the regulations issued thereunder.

## ARTICLE XI
## AMENDMENTS

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be proposed by the stockholders and approved at the stockholders' meeting by a majority vote of those stockholders entitled to vote thereon unless all stockholders sign a written statement manifesting their intention regarding a certain amendment to these Articles of Incorporation.

## ARTICLE XII
## REGISTERED AGENT

The Registered Agent and initial Registered Office upon whom process may be served is:

Michele Stern 2780 E. Fowler Ave., Suite 146, Tampa, FL 33612

IN WITNESS WHEREOF, I have hereunto set my hand and seals, acknowledges and files the foregoing Articles of Incorporation under the laws of the State of Florida, this 25th day of August, 1997.

Michele Stern

MICHELE STERN - Incorporator /Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 25 day of August, 1997, by MICHELE STERN, who provided me with her current valid driver's license.

Donna Stromquist

Notary Public

DONNA E. STROMQUIST
MY COMMISSION # CC 434464
EXPIRES: July 27, 1999
Bonded Thru Notary Public Underwriters

My Commission Expires:

FILED
97 AUG 27 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA