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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 10, 1997

Honorable Jim Smith  
Secretary of State  
Division of Corporations  
The Capitol  
Tallahassee, FL 32399-0001

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-09/15/97--01073--022  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re: Articles of Incorporation  
Staffing Solutions of North West Florida, Inc.

Dear Mr. Smith,

Enclosed is the original and one copy of the Articles of Incorporation of Staffing Solutions of North West Florida, Inc.. A check in the amount of \$122.50 is also enclosed for the cost of filing.

Thank you for your courtesy in this matter.

Sincerely,

  
Tom L. Crowe

TLC/bl  
enclosures

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DIVISION OF CORPORATION

WALKER • WILLY WAT

P. Hall

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**ARTICLES OF INCORPORATION OF  
STAFFING SOLUTIONS OF NORTHWEST FLORIDA, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation for profit under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I.**

**NAME:** The name of this corporation is **STAFFING SOLUTIONS OF NORTHWEST FLORIDA, INC.**, and the principal place of business shall be at **1455 SOUTH FERDON BLVD., A-1, CRESTVIEW, FLORIDA, 32536.**

**ARTICLE II.**

**DURATION:** The corporation shall exist perpetually.

**ARTICLE III.**

**PURPOSE:** The purpose or purposes, for which this corporation is organized, is to engage in any activity or business permitted under the laws of the United States and the State of Florida. This shall be a general purpose corporation. Its goals and purposes shall be determined by its directors. The corporation may hire such employees as may be necessary or desirable to accomplish its purpose, and may hold such licenses as are necessary or convenient for corporate purposes. Additionally, the corporation shall be entitled to enter into contracts of every nature to own real or personal property, to borrow money, and to do all other necessary or convenient to corporate purposes, and to do all things authorized by the State of Florida.

**ARTICLE IV.**

**CAPITAL STOCK:** The amount of capital stock authorized by the corporation shall be one hundred (100) shares of common stock with a par value of Ten Dollars (\$10.00) per share. The whole or any part of the capital stock of this corporation shall be payable in cash, or in property, labor or services, at a just valuation to be fixed by the Board of Directors.

**ARTICLE V.**

**INITIAL CAPITAL:** The amount of capital stock with which this corporation shall begin business shall not be less than One Thousand Dollars (\$1,000).

**ARTICLE VI.**

**SHAREHOLDER'S RIGHTS:** Except as otherwise provided by law, the entire voting power of the election of directors and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VII.**

**PREEMPTIVE RIGHTS:** Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VIII.**

**INITIAL REGISTERED OFFICE:** The street address of the initial registered office of this corporation in the State of Florida is 1455 South Ferdon Blvd. A-1, Crestview, Florida, 32536. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE IX.**

**INITIAL REGISTERED AGENT:** The initial registered agent of this corporation is Regina Viernes, 1455 South Ferdon Blvd. A-1, Crestview, Florida, 32536.

**ARTICLE X.**

**INITIAL DIRECTORS AND OFFICERS:** This corporation shall have one (1) Director initially. The number of Directors may be increased from time to time be the By-Laws. The names and addresses of the initial Director and Officers are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>OFFICE:</u>
Regina Viernes	1455 South Ferdon Blvd. Crestview, FL 32536	President/Director

**ARTICLE XI.**

**INCORPORATION:** The name and address of the incorporator signing these Articles of Incorporation is Regina Viernes, 1455 South Ferdon Blvd. A-1, Crestview, Florida, 32536.

**ARTICLES XII.**

**CUMULATIVE VOTING:** At each selection for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time, multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

**ARTICLE XIII.**

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

**ARTICLE XIV.**

**SECTION 1244 STOCK:** It is the intent of this charter that the capital stock of the corporation may be sold in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

**ARTICLE XV.**

**AMENDMENTS:** 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 shareholders and approved at shareholders' meetings by a majority of the shareholders entitled to vote thereon.

*Regina Viernes*

Regina Viernes

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements, personally appeared REGINA VIERNES, to me known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State aforesaid this the 15 day of September, 1997

*Barbara Liston*

Notary public  
My commission expires:



"OFFICIAL SEAL"  
Barbara Liston  
My Commission Expires 9/16/2000  
Commission #CC 584895

FILED

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE  
AGENT UPON WHOM PROCESS MAY BE SERVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The compliance with Section 48.091 and 607.034, Florida Statutes, the following is submitted:

First that STAFFING SOLUTIONS OF NORTHWEST FLORIDA, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1455 SOUTH FERDON BLVD. A-1, CRESTVIEW, FLORIDA, 32536, has named REGINA VIERNES of 1455 SOUTH FERDON BLVD. A-1, CRESTVIEW, FLORIDA, 32536, as its agent to accept service of process within Florida.

Dated this 15<sup>th</sup> day of SEPTEMBER, 1997.

Regina Viernes  
Regina Viernes

#### ACKNOWLEDGEMENT

Having been named to accept services of process for the above corporation, at the place designated in this certificate, I, REGINA VIERNES, hereby accept to act in this capacity and agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Regina Viernes  
Regina Viernes