

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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☒ FILING

Profit

1.) Employer's Alliance, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

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10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

EMPLOYER'S ALLIANCE, INC.

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97 OCT 14 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article 1. The name of the corporation shall be:

Employer's Alliance, Inc.

Article 2. The principal place of business and mailing address of this corporation shall be:

**702 Tillman Place
Plant City, FL 33566**

Article 3. The aggregate number of shares of stock that this corporation is authorized to issue and have outstanding at one time is:

Ten thousand (10,000) shares, all of which shall be common shares with a par value of \$1.00

Article 4. The name and address of the initial registered agent is:


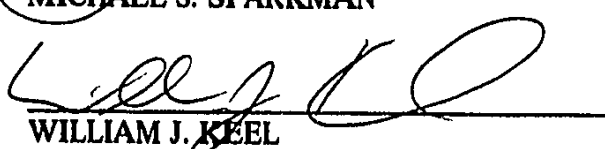
**Michael S. Sparkman
702 Tillman Place
Plant City, FL 33566**

Article 5. The name and street address of the incorporator to these Articles of Incorporation is:

**Michael S. Sparkman
702 Tillman Place
Plant City, FL 33566**

**William J. Keel
702 Tillman Place
Plant City, FL 33566**

The undersigned has executed these Articles of Incorporation this 8th day of October, 1997.


MICHAEL S. SPARKMAN

WILLIAM J. KEEL

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida;

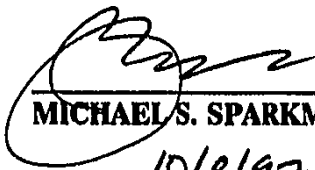
1. The name of the corporation is:

Employer's Alliance, Inc.

2. The name and address of the registered agent and office are:

**Michael S. Sparkman
702 Tillman Place
Plant City, FL 33566**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



MICHAEL S. SPARKMAN

Dated

10/8/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA