

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ABC Staff Options, Inc

Art of Inc. File

LTD Partnership File

Foreign Corp. File 000002325530--0
10/21/97 91043--004

L.C. File

*****70.00 *****70.00

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

Requested by

Name

Date

Time

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RP
10-21-97

ARTICLES OF INCORPORATION

OF

ABC STAFF OPTIONS, INC.

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ARTICLE I

NAME

The name of this Corporation shall be :

ABC STAFF OPTIONS, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of operating as a Staff Leasing Business and transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1 par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and registered office of this corporation is 8436 W. Oakland Pk. Blvd. Sunrise, FL 33351 and the name of the initial registered agent of this corporation at the above address is:

Patricia DiRocco

ARTICLE V

DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Patricia DiRocco
6610 N. University Dr., Suite 220
Tamarac, FL 33321

ARTICLE VI

INCORPORATORS

The name and address of the person signing these Articles is:

Patricia DiRocco
6610 N. University Dr., Suite 220
Tamarac, FL 33321

ARTICLE VII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officer or director or former officer or former director to the full extent permitted by law.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 18TH day of September , 1997

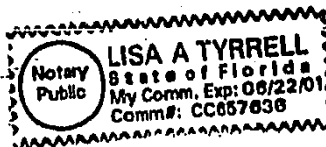
Patricia DiRocco

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 18TH Day of September, 1997 personally appeared before me, the undersigned authority, Patricia DiRocco/ to me well known and known to me to the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

Lisa A. Tyrrell
Notary Public

My commission Expires:



CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES. THE FOLLOWING IS SUBMITTED;

ABC STAFF OPTIONS, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT 8436 W. OAKLAND PK. BLVD. SUNRISE, COUNTY OF BROWARD, STATE OF FLORIDA AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Patricia Di Locco
(CORPORATE OFFICER)

TITLE

President

DATE

10/20/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT OF SAID CORPORATION, AND I HEREBY COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Patricia Di Locco

DATE

10-20-97

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