P9700009207/



ACCOUNT NO.: 072100000032

REFERENCE: 578442 130699A

AUTHORIZATION :

COST LIMIT: \$ 122.50

ORDER DATE: October 27, 1997

ORDER TIME : 10:13 AM

ORDER NO. : 578442-005

CUSTOMER NO: 130699A

700002330087--7

CUSTOMER: Benjamin A. Jablow, Esq

BENJAMIN A. JABLOW, ESQ

Suite 102

1680 Fruitville Road Sarasota, FL 34236

DOMESTIC FILING

NAME: ALPHASTAFF SYSTEMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

PRECEIVED
970CT27 AHII: 40

. LEN OCT 27 1997

ARTICLES OF INCORPORATION

FILED
97.0CT.27.PH 2:52

FOR

ALPHASTAFF SYSTEMS, INC.

TALLAHASSEE, FLORINA

ARTICLE ONE

The name of the corporation is ALPHASTAFF SYSTEMS, INC.

ARTICLE TWO

The period of duration is perpetual.

ARTICLE THREE

The purpose of this corporation is to transact all lawful business.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have the authority to issue is 1000 shares with a Zero Dollar and Ten Cents (\$0.10) par value.

ARTICLE FIVE

The mailing address of the corporation is 18201 Daybreak Drive Boca Raton, Florida 33496. The name of the initial registered agent is Benjamin A. Jablow. The address of the registered agent and registered office is 1680 Fruitville Road, Suite 102, Sarasota, Florida 34236.

ARTICLE SIX

The number of initial director is one (1) and the name and address of the director is:

Robert A. Beck, II 18201 Daybreak Drive Boca Raton, Florida 33496

ARTICLE SEVEN

The name and address of the incorporator is:

Benjamin A. Jablow 1680 Fruitville Road, Suite 102 Sarasota, Florida 34236

Benjamin A. Jablow, Incorporator

STATE OF FLORIDA COUNTY OF SARASOTA

THE FOREGOING instrument was acknowledged before me this 24th day of October, 1997, by Benjamin A. Jablow, to be known or who presented as identification and who personally appeared before at the time of notarization and who ded/did not take an oath.

NOTARY PUBLIC STATE OF FLORIDA

GAYLA M. COODY Netary Public, State of Florida My Comer. Expires April 25, 1998 Comm. No. CC 357225

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Personally Known: _____; or Producing Identification _____

TYPE OF IDENTIFICATION PRODUCED

ACCEPTANCE BY DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept the service of process for the above-stated corporation at the place designated in this statement, 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, I am familiar with and accept the obligations of position as registered agent.

Benjamin A. Jablow, Registered Agent

Date: October 24, 1997