

**P98000004784**  
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FORT MYERS, FLORIDA  
33906-6259

January 13, 1998

**VIA FEDERAL EXPRESS**  
**AIRBILL NO. 2898939584**

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

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-01/14/98--01069--006  
\*\*\*\*\*131.25 \*\*\*\*\*131.25

**Re: ExecuStaff II, Inc.**

Dear Secretary:

Enclosed please find the Articles of Incorporation for filing regarding the above-referenced corporation. Also enclosed is a check in the amount of \$131.25 to cover the filing fee as well as the issuance of a Certificate of Good Standing. Once this filing has been completed, please Federal Express the Articles and Certificate to our offices. A return Federal Express label is enclosed for your convenience.

Thank you for your prompt attention to this matter.

Very truly yours,

*Carmen D. Zollman*

Carmen D. Zollman  
Legal Assistant

/cdz

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 14 PM 2:27

**ARTICLES OF INCORPORATION**  
**OF**  
**EXECUSTAF II, INC.**

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 JAN 14 PM 2:27

The undersigned does hereby make, subscribe, acknowledge and file these Articles Incorporation for the purpose of incorporating ExecuStaf II, Inc. (the "Corporation"), under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be ExecuStaf II, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The Corporations's principal office shall be located at 6700 Winkler Road, Suite 4, Fort Myers, Florida 33919, and its mailing address shall be 6700 Winkler Road, Suite 4, Fort Myers, Florida 33919. The registered agents address is the same.

ARTICLE III. TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV. GENERAL PURPOSE OF CORPORATION

The general purpose of the Corporation and the nature of the business to be transacted by the Corporation are to engage in any and all activities and exercise any and all powers, rights and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock having one dollar (\$1.00) par value per share.

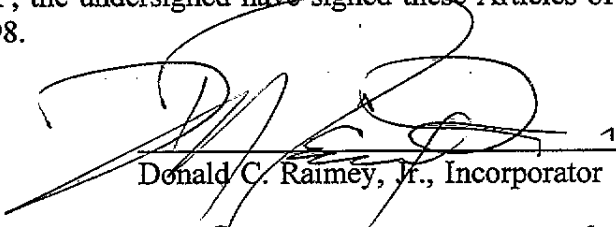
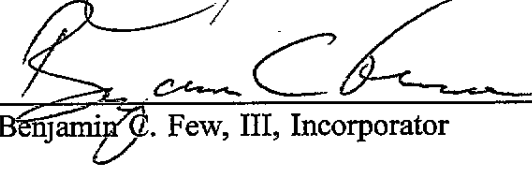
ARTICLE VI. INCORPORATORS

The name and street address of the persons acting as the incorporators of this Corporation are as follows:

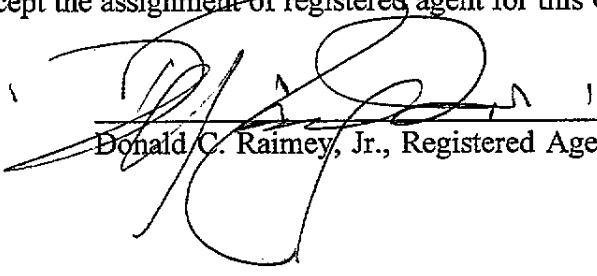
Donald C. Raimey, Jr.  
6700 Winkler Road  
Suite 4  
Fort Myers, FL 33919

Benjamin C. Few, III  
510 Barnett Centre  
2000 Main Street  
Fort Myers, FL 33901

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 8th day of January, 1998.

  
\_\_\_\_\_  
Donald C. Raimey, Jr., Incorporator  
\_\_\_\_\_  
Benjamin C. Few, III, Incorporator

I hereby acknowledge and accept the assignment of registered agent for this Corporation.

  
\_\_\_\_\_  
Donald C. Raimey, Jr., Registered Agent

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DIVISION OF CORPORATIONS  
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