



SGI
EMPLOYMENT OF CONCEPTS

Corporate Office:
4224 W. Henderson Blvd.
Tampa, FL 33629-5611
800-721-2044
Fax: 800-932-4608
<http://www.staffingconcepts.com>

April 29, 1998

98000040794

VIA FEDERAL EXPRESS

State of Florida Division of Corporations
Attn: Karen Gibson
409 E. Gaines Street
Tallahassee, FL 32301

700002512747--6
-05/06/98--01019--008
***122.50 ***122.50

Re: Alternative Marketing Program, Inc.

Dear Karen:

rec 5/5
Enclosed please find the original and a copy of the Articles of Incorporation for the above referenced corporation along with a check in the amount of \$122.50 for filing fees. Please file the original and return a conformed copy to me in the pre-addressed stamped envelope provided for your convenience.

Thank you for your assistance in this matter. Should you have any questions or need additional information, please do not hesitate to contact me at (813) 258-0293.

Very truly yours,

JC Dominguez/AW

SIGNED IN HIS ABSENCE
TO AVOID DELAY IN MAILING

J.C. Dominguez
Corporate Counsel

JCD:amw
Enclosures

FILED
98 MAY -5 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*New Profit
OC 5/6*

ORIGINAL

ARTICLES OF INCORPORATION

OF

Alternative Marketing Program, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

ALTERNATIVE MARKETING PROGRAM, INC.

The principal place of business of this Corporation shall be:

4224 W. Henderson Blvd., Tampa, FL 33629-5611

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in, or transact, any or all lawful activities or business permitted under the Laws of the United States, the State of Florida, or any other State, Country, Territory or Nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: 4224 W. Henderson Blvd., Tampa, FL 33629-5611, and the name of the initial Registered Agent of the Corporation at that address is: J.C. Dominguez, Esquire.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. 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 pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. CHAPTER C CORPORATION

It is the intent of the incorporators that the Corporation will file as a C Corporation.

ARTICLE VIII. DIRECTORS

This Corporation shall have one director initially. The names and street addresses of the initial members of the Board of Directors are:

<u>Directors</u>	<u>Address</u>
Henry C. Hardin, III	4224 W. Henderson Blvd. Tampa, FL 33629-5611

ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, are:

<u>Officer</u>	<u>Title</u>	<u>Address</u>
Henry C. Hardin, III	President	4224 W. Henderson Blvd. Tampa, FL 33629-5611

ARTICLE X. SUBSCRIBER

The name and street address of the subscribers to these Articles of Incorporation

are:

<u>Name</u>	<u>Address</u>	<u>Shares of Common Stock Issued</u>
Staffing Concepts International, Inc., a Delaware corporation	4224 W. Henderson Blvd. Tampa, FL 33629-5611	1,000

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and
seals on this the 29th day of April, 1998

BY: 

Henry C. Hardin, III, President

I hereby am familiar with and accept the duties and responsibilities as Registered
Agent for said Corporation.

BY: 

J.C. Dominguez, Esquire
Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was subscribed to before me on this the 29th day of
April, 1998, by Henry C. Hardin, III, President of Alternative Marketing
Program, Inc., who is personally known to me.



April M Williams
My Commission CC640240
Expires April 20, 2001

April M. Williams
NOTARY PUBLIC

COMMISSION NO. CC640240

APRIL M. WILLIAMS
(Name of Notary typed, printed)

My commission expires:

4-20-01