

David Torchin, C.P.A., P.A.

Certified Public Accountant

8211 West Broward Boulevard, Suite 200

Plantation, Florida 33324

phone: (954) 472-3124

facsimile: (954) 472-0067

a professional association

December 29, 1998.

Division of Corporations

P.O. Box 1500

Tallahassee, FL 32302-1500

FILED
99 JAN -4 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: MDP Recruiting Specialists, Inc.

Dear Sir/Madam;

700002730727--4

-01/05/99--01003--024

*****78.75 *****78.75

Enclosed please find a check made to the Secretary of State for \$78.75 for filing of the enclosed articles of incorporation and a certificate of status. Please return them to the following address as soon as possible. Thank You.

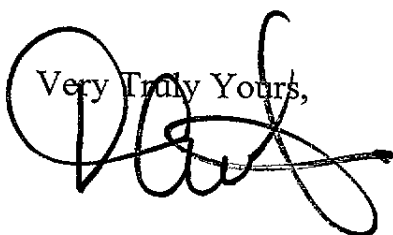
David Torchin, C.P.A., P.A.

8211 West Broward Blvd.

Suite 200

Plantation, FL 33324-2726

Very Truly Yours,



David Torchin, C.P.A.

Lay Borsky
GAVE
AUTHORIZATION BY PHONE TO
CORRECT *give file date 1/4*
DATE *12-5-98*
DOC. EXAM *SD*

SHARON

JAN 5 1999

ARTICLES OF INCORPORATION
OF

M.D.P. Recruiting Specialists, Inc.

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

ARTICLE I NAME

The name of the corporation shall be:

M.D.P. Recruiting Specialists, Inc.

ARTICLE II PRINCIPAL OFFICE

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

Principal Place of Business:

**22541 Blue Fin Trail
Boca Raton, FL 33428**

Mailing Address:

**22541 Blue Fin Trail
Boca Raton, FL 33428**

Phone Number: **(561) 488-1491**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand Shares (1000.) at One Dollar (\$1.00) par value per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Pilar M. Leon
22541 Blue Fin Trail
Boca Raton, FL 33428**

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TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporators to these Articles of incorporation and the office each shall hold is(are):

President

Pilar M. Leon

22541 Blue Fin Trail

Boca Raton, FL 33428

Vice-President

Gaston Leon

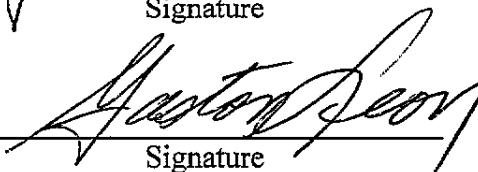
22541 Blue Fin Trail

Boca Raton, FL 33428

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 1ST day of JANUARY, 1999



Signature



Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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:


M.D.P. Recruiting Specialists, Inc.

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

Pilar M. Leon
22541 Blue Fin Trail
Boca Raton, FL 33428

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TALLAHASSEE, FLORIDA

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.



Signature

1/1/99

Date