



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 110567 7135588

AUTHORIZATION :

Patricia [signature]

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 25 PM 6:49

ORDER DATE : January 25, 1999

ORDER TIME : 11:25 AM

500002753645--2

ORDER NO. : 110567-005

CUSTOMER NO: 7135588

CUSTOMER: Mr. Nicholas M. Daniels
THERREL BAISDEN, P.A.
THERREL BAISDEN, P.A.
Suntrust International Center
One S.e. 3rd Ave. Suite 2400
Miami, FL 33131

DOMESTIC FILING

NAME: KBM PEO SOLUTIONS, 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: Jeanine Reynolds

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JAN 25 PM 1:03

RECEIVED

JR 1/25/99

EFFECTIVE DATE

01/22/99

ARTICLES OF INCORPORATION
OF
KBM PEO SOLUTIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 25 PM 6:49

ARTICLE I

Name

The name of the corporation is KBM PEO SOLUTIONS, Inc.

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 22nd day of JANUARY, 1999.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V

Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is: Nicholas M. Daniels, Esq.

ARTICLE VI

Initial Board of Directors

This corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and

address of the initial directors of this corporation are: Benjamin Battle, 7850 N.W. 146th Street, Miami Lakes, Florida 33016.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Nicholas M. Daniels, Esq., Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131 .

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22nd day of JANUARY, 1999.



NICHOLAS M. DANIELS, Incorporator

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

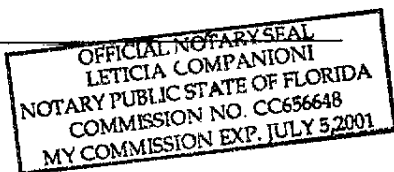
The foregoing instrument was acknowledged before me this 22nd day of January, 1999, by NICHOLAS M. DANIELS, ESQ., who is personally known to me ~~or who has produced~~ _____ as ~~identification.~~ _____ as



Notary Public, State of Florida
at Large

Leticia Companion
Type/Print/or Stamp Name of Notary

My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 JAN 25 PM 6:49

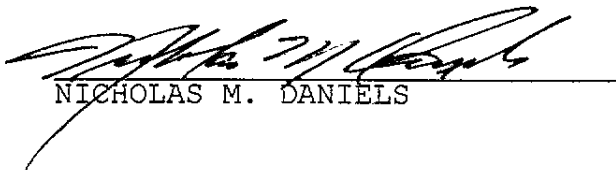
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

KBM PEO SOLUTIONS, Inc.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that **KBM PEO SOLUTIONS, Inc.**, desiring to organize under the laws of the State of Florida with its principal office at: c/o Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, has named Nicholas M. Daniels, Esq., located at SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


NICHOLAS M. DANIELS

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