KEITH A. JAMES QUARTE 1999 99000 29797 March 28, 1999 90000 2977

<u>VIA OVERNIGHT MAIL</u>

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800002822028--5 -03/29/99--01110--015 ****122.50 *****78.75

RE: <u>DISTINCTIVE STAFFING HOME SERVICES</u>, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with this firm's check in the amount of \$122.50, representing payment for the following expenses:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	_ 52.50

Tötal \$122.50

Please return the certified copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

KEYTH A. JAMES

KAJ/jmd Enclosures

cc:

Ms. Brenda Morgenstern-Conner

99 MAR 29 AM 8 :00 SECRETARY OF STATE TALLAHASSEE, FLORIDA

KEITH A. JAMES, P.A.

5725 Corporate Way, Suite 106 West Palm Beach, Florida 33407 Phone (561) 686-4500 • Fax (561) 686-4058 SHARON

MAR 3 1 1999

ARTICLES OF INCORPORATION

OF

DISTINCTIVE STAFFING HOME SERVICES, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is DISTINCTIVE STAFFING HOME SERVICES, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 1860 Richard Lane, West Palm Beach, Florida 33406.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for

which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock with \$0.01 par value per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 5725 Corporate Way, Suite 106, West Palm Beach, Florida 33407. The name of the initial registered agent of the Corporation at that address is KEITH A. JAMES, ESQ.

ARTICLE VII

INITIAL DIRECTOR

The name and street address of the initial director of the Corporation is as follows:

Name: Address:

Brenda Morgenstern-Conner 1860 Richard Lane

1.

West Palm Beach, Florida_33406

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the

shareholders of the Corporation.

<u> A</u>	ARTICLE IX	
INC	CORPORATOR	-
The name and street address of the incorporator is as follows:		
Name:	Address:	프 .
KEITH A. JAMES, ESQ. 5725 Corporate Way, Suite 106 West Palm Beach, Florida 33407		
STATE OF FLORIDA	ndersigned has executed these AMES, ESQ.	Articles of Incorporation
COUNTY OF PALM BEACH		_
The foregoing Articles of Incorpor March, 1999, by KEITH A. JAMES, ESQ [] is personally known to me; [] has produced identification	or	ore me this 3/14 day of
Notary Publ	JULIE MAY DOLL MY COMMISSION # CC 553094 PRINTES: May 6, 2000	-

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, **KEITH A. JAMES, ESQ.**, am familiar with and accept the obligations of the appointment as the initial registered agent of **DISTINCTIVE STAFFING HOME SERVICES**, **INC.**, as made in the foregoing Articles of Incorporation.

DATED this day of March, 1999.

By:

KEITH A. JAMES, ESQ.

RECRETARY OF STATE
TALLAHASSEE. FLORIDA