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April 20, 1999

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: BESTAFF, Inc.

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation and Designation of Registered Agent together with our check in the amount of \$122.50 to cover the cost of recording and a certified copy.

Please return the certified copy of the Articles at your earliest possible convenience. Thank you for your assistance and should you have any questions or need additional information, please contact me.

Sincerely;

*Becky L. Howell*

Becky L. Howell, legal assistant

/blh

Enclosure: As Stated

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\*\*\*\*122.50 \*\*\*\*\*78.75

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99 APR 23 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK APR 27 1999

**ARTICLES OF INCORPORATION**

**OF**

**BESTAFF, INC.**

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99 APR 23 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, and to form a Corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is:

**BESTAFF, INC.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this Corporation in the State of Florida is Rt. 5 Box 5176, Monticello, FL 32344.

**ARTICLE III. CAPITAL STOCK**

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

**5000 SHARES**

of common stock having a nominal or par value of ONE AND NO/100 DOLLARS (\$1.00) per share.

**ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial Registered Agent is:

**Martha J. Snowden  
Rt. 5 Box 5176  
Monticello, FL 32344**

**ARTICLE V. SUBSCRIBERS**

The name and post office address of the subscriber of these Articles of Incorporation, the number of shares of stock to issue and the value of the consideration thereof are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Martha J. Snowden	Rt. 5 Box 5176 Monticello, FL 32344	100	\$100.00
Donna R. Allen	2218 Woodlawn Dr. Tallahassee, FL 32303	100	\$100.00

#### ARTICLE VI. INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is FIVE HUNDRED AND NO/100 DOLLARS (\$500.00).

#### ARTICLE VII. NATURE OF BUSINESS

The general nature of the business to be transacted and the objects and purposes of this corporation shall be as follows:

- (1) To engage in any activities or business permitted under the laws of the United States and Florida.
- (2) To conduct businesses in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property in the State of Florida and in all other states in the United States of America.
- (3) To conduct debts and borrow money, issue and sell, or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, transfer of corporate property or other indebtedness.
- (4) To purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire, or dispose of the shares of the capital stock, or of any bonds, securities, or otherwise evidences of indebtedness created by any other corporation of the State of Florida, or of any other state or government, and while owner of such stock, to exercise all of the rights, powers and privileges of ownership, including, but not limited to, the right to vote such stock.
- (5) To purchase, hold, sell and reissue the shares of its own capital stock.

(6) To consult, develop and train staff personnel in the field of developmental disabilities

(7) To exercise generally any and all powers now or hereafter conferred upon corporations by the laws of the State of Florida.

(8) To do any and everything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental for the protection and benefit of the corporation and in general to carry on any lawful business necessary or incidental to the attainment of the corporation.

(9) The foregoing clauses shall be construed as objects, purposes, powers and provisions for the regulation of the business and the conduct of the affairs of the operation, the Directors, or Stockholders, in addition to these powers specifically conferred upon the corporation by law, and the foregoing specific enumeration of powers and purposes shall not be construed as limiting, or restricting, in any manner, the powers and purposes of the corporation otherwise granted by law.

#### ARTICLE VIII. TERM OF EXISTENCE

This Corporation is to exist perpetually.

#### ARTICLE IX. DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but shall never be less than one.

#### ARTICLE X. INITIAL DIRECTORS

The names and post office addresses of the first Board of Directors are:

##### NAME

##### ADDRESS

Donna R. Allen, President

2218 Woodlawn Dr.  
Tallahassee, FL 32303

Martha J. Snowden, Secretary/Treasurer

Rt. 5 Box 5176  
Monticello, FL 32344

#### ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

EXECUTED by the undersigned at Monticello, Florida on April 20, 1999.

  
Donna R. Allen

DONNA R. ALLEN, President

Martha J. Snowden

MARTHA J. SNOWDEN, Secretary/Treasurer

STATE OF FLORIDA  
COUNTY OF JEFFERSON

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of April, 1999, by Donna R. Allen, President and Martha J. Snowden, Secretary/Treasurer ( ) who are personally known to me or ( ) who has produced Allen FL A450176458230 Dr Z and FL 553535046 8850 as identification and who (did) (did not) take an oath.

(SEAL)

Judy A. Herring  
Notary Signature

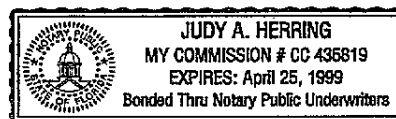
JUDY A. HERRING

Type or Print Notary Name

Notary Public, State of Florida at Large

Serial No. \_\_\_\_\_

My Commission Expires:



**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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:

**BESTAFF, INC.**

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

Martha J. Snowden  
Rt. ~~2~~ Box 5176  
Monticello, FL 32344



DONNA R. ALLEN

President

April 30, 1999

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.



MARTHA J. SNOWDEN

April 20, 1999

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TALLAHASSEE, FLORIDA