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P99 0000 39569
April 26, 1999

VIA FEDERAL EXPRESS
Tracking No. 7917 2992 3567

SECRETARY OF STATE
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Intercoastal Employee Leasing, Inc.

400002853904--3
-04/27/99--01083--007
*****78.75 *****78.75

Dear Secretary of State:

Enclosed herewith please find duplicate originals of the Articles of Incorporation for Intercoastal Employee Leasing, Inc. together with the Certificate of Designation for Resident Agent for said corporation.

Also enclosed please find this firm's check in the amount of \$78.75, representing payment for the following:

1. \$35.00 filing fee--Articles of Incorporation;
2. \$35.00 filing fee--Registered Agent Designation;
3. \$ 8.75 cost of certified copy.

We request that you forward a certified copy of the Articles and Certificate of Incorporation to the undersigned, once same is properly recorded. Thanking you in advance, I am

Very truly yours,
OZARK & PERRON, P.A.



Andre R. Perron

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99 APR 27 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARP/pag
enclosure(s)
cc: Mr. Scott Tibbetts
Tibbetts/Soc.State/ltr.4.22.99

R. CHESGER MAY 3 - 1999

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is **Intercoastal Employee Leasing, Inc.**

Article 2. Principal Office or Mailing Address. The principal office or mailing address of the Corporation is:

**2305 9th Street West
Bradenton, Florida 34205**

Article 3. Duration. The duration of the Corporation is perpetual.

Article 4. Purpose. The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. All general purposes including the employee leasing and other related services.
- C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 5. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000,000 shares of common stock. Such shares shall be of a single class and shall have \$.01 par value.

Article 6. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is:

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TALLAHASSEE, FLORIDA

Andre R. Perron, Esquire
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Bradenton, Florida 34205

Article 7. Incorporator. The name and address of the Incorporator is as follows:

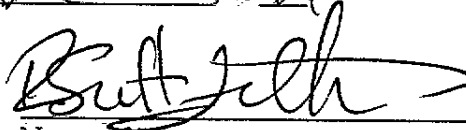
Scott Tibbetts
2305 9th Street West
Bradenton, Florida 34205

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 10. Commencement of Corporate Existence. In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of execution by the incorporator of these Articles of Incorporation. In the event these Articles of Incorporation are not filed within the time period set forth in Section 607.0203, Florida Statutes, the date when corporate existence shall continue is the date of filing by the Secretary of State.

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of Incorporation on this 26 day of April, 19 99


Name of Incorporator

CERTIFICATE OF DESIGNATION FOR REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Corporation, which is contained in the foregoing Articles of Incorporation, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 26 day of April, 19 99



Andre R. Perron, Esquire

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TALLAHASSEE, FLORIDA