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ATTORNEY AT LAW  
125 NORTH AIRPORT ROAD, SUITE 202  
NAPLES, FLORIDA 34104  
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P99000045720

May 12, 1999

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-05/17/99-01101--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

**Re: Articles of Incorporation of Spectrum Staffing Services of Florida, Inc.**

Dear Sir or Madam:

I have enclosed the original and one copy of the Articles of Incorporation of Spectrum Staffing Services of Florida, Inc. along with a check in the amount of \$78.75 for filing and a certified copy.

Please call me directly if you have any questions regarding this request.

Very truly yours,

*Linda P. Sullivan*  
Linda P. Sullivan  
Legal Assistant

PTF:lp

Enclosures

FILED  
99 MAY 17 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

B. BROCK MAY 19 1999

FILED  
99 MAY 17 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
SPECTRUM STAFFING SERVICES OF FLORIDA, INC.

ARTICLE I. CORPORATE NAME

The name of the corporation shall be SPECTRUM STAFFING SERVICES OF FLORIDA, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 20,000 shares of common stock with no par value.

The share authorization shall consist of one class of stock only, that being common stock.

The preferences, limitations and relative rights, qualifications or restrictions of this stock shall be as follows:

(a) Each share of common stock shall be entitled to one (1) vote.

(b) Such stock shall be deemed "Section 1244 stock" within the meaning of the Internal Revenue Code of 1954.

The common stock shall be issued when the Board of Directors so determines.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, and the date and time of its corporate existence shall commence upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial

Registered Office of this Corporation in the State of Florida  
shall be:

PETER T. FLOOD  
125 NORTH AIRPORT ROAD, SUITE 202  
NAPLES, FLORIDA 34104.

The Board of Directors from time to time may move the  
Registered Office to any other address in the State of Florida.

#### ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one director initially. The  
number of directors may be increase or diminished from time to  
time by By-Laws adopted by the stockholders.

#### ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and his  
street address is:

TOM MCKAY  
1952 UNIVERSITY AVENUE WEST  
ST. PAUL, MINNESOTA 55104

#### ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these  
Articles of Incorporation as the Incorporator is:

TOM MCKAY  
1952 UNIVERSITY AVENUE WEST  
ST. PAUL, MINNESOTA 55104

#### ARTICLE IX. AMENDMENTS

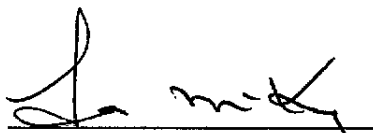
These Articles of Incorporation may be amended in the manner  
provided by the law. Every amendment shall be approved by the  
Board of Directors, proposed by them to the stockholders and  
approved at a stockholders' meeting by at least a majority of the  
stockholders entitled to vote, unless all of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

#### ARTICLE X. SUB-CHAPTER S

This Corporation shall be a "Sub-Chapter S" Corporation for  
Federal Income Tax purposes

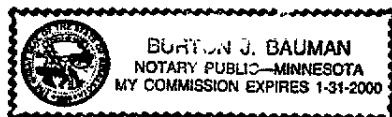
#### ARTICLE XI. EXECUTION

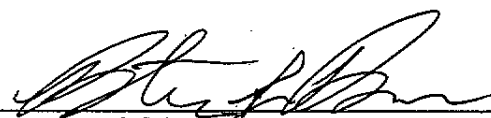
These Articles of Incorporation are executed by TOM MCKAY.

  
TOM MCKAY

STATE OF MINNESOTA  
COUNTY OF HENNEPIN

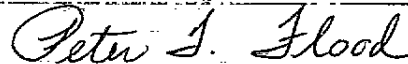
Before me, a Notary Public, personally appeared **TOM MCKAY** personally known by me to be the person described as the incorporator and who executed the foregoing Articles of Incorporation on MAY 5<sup>TH</sup>, 1999.



  
Notary Public, State of ~~Florida~~ <sup>MINNESOTA</sup>  
My Commission expires: 1-31-2000

#### Statement of Registered Agent

Having been named to accept service of process for the above stated corporation, as the registered agent, at the Corporation's principal office address which is 125 NORTH AIRPORT ROAD, SUITE 202, NAPLES, FLORIDA 34104, I hereby agree to act in this capacity, and I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Peter T. Flood  
125 North Airport Road, Suite 202  
Naples, Florida 34104

This Instrument Prepared by:  
Peter T. Flood (443077)  
124 North Airport Road, Suite 202  
Naples, Florida 34104  
(941) 263-2177

FILED  
99 MAY 17 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA