

Richard W. Carter  
Attorney at Law

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Post Office Box 277 - Bradenton Beach, Florida 34217

941 778-1389

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June 7, 1999

Department of State  
Division of corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-07/12/99-01088-009

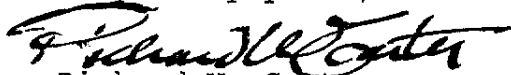
\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: ProTemps Placement, Inc.

Ladies and gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida corporation as well as a check in the amount of \$87<sup>50</sup> filing fee, certified copy and corporate fees.

Very truly yours,

  
Richard W. Carter  
Attorney at Law

FILED  
99 JUL 12 AM 8:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ProTemps Placement, Inc.

FILED  
99 JUL 12 AM 8:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION the incorporators form a corporation for profit under Florida law.

1. NAME. The name of this corporation is ProTemps Placement, Inc..

2. TERMS. This corporation shall commence upon filing with the Florida Secretary of State, and shall exist perpetually.

3. PURPOSE. The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

4. CAPITAL STOCK. This corporation is authorized to issue 500 shares of common stock of a par value of \$1.00 a share.

5. REGISTERED AGENT. The initial registered agent of the corporation is AILEEN J. FORST and the initial registered office is located at 4417 14th Ave. E., Bradenton, Florida 34208.

6. DIRECTORS. This corporation shall have TWO directors initially. The number shall be fixed by the bylaws and may be changed from time to time.

7. INITIAL DIRECTORS. The name and street address of each member of the first board of directors is:

Dane G. Forst  
4417 14th Ave, E.  
Bradenton, FL 34208

Aileen J. Forst  
4417 14th Ave. E.  
Bradenton, FL 34208

8. INCORPORATORS. The name and street address of the incorporators are:

Dane G. Forst  
4417 14th Ave, E.  
Bradenton, FL 34208

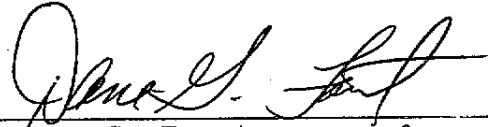
Aileen J. Forst  
4417 14th Ave. E.  
Bradenton, FL 34208

9. PRINCIPAL OFFICE. The initial address of the corporation's principal office is as follows:

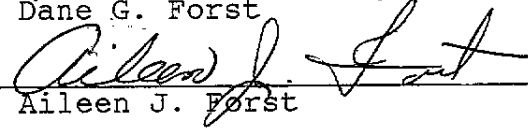
4417 14th Ave, E.

Bradenton, FL 34208

Dated on June 28, 1999.



Dane G. Forst



Aileen J. Forst

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me on  
JUNE 28th, 1999, by Dane G. Forst and Aileen  
J. Forst who produced \_\_\_\_\_ as  
identification or who are personally known to me.



GERALYN A. STACK  
My Commission CC715974  
Expires February 12, 2002

  
Notary Public

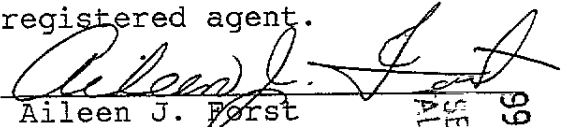
CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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 PROTEMPS PLACEMENT, INC.
2. The name and address of the registered agent and office  
is:

Aileen J. Forst  
4417 14th Ave. E.  
Bradenton, FL 34208

Having been made 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 sit 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  
obligation of the position as registered agent.

  
Aileen J. Forst

99 JUL 12 AM 8:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED