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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

On-Time Staffing Services
Corp

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*****87.50 *****87.50

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| _____ | LTD Partnership File | _____ |
| _____ | Foreign Corp. File | _____ |
| _____ | L.C. File | _____ |
| _____ | Fictitious Name File | _____ |
| _____ | Trade/Service Mark | _____ |
| _____ | Merger File | _____ |
| _____ | Art. of Amend. File | _____ |
| _____ | RA Resignation | _____ |
| _____ | Dissolution / Withdrawal | _____ |
| _____ | Annual Report / Reinstatement | _____ |
| <input checked="" type="checkbox"/> | Cert. Copy | _____ |
| <input checked="" type="checkbox"/> | Photo Copy | _____ |
| <input checked="" type="checkbox"/> | Certificate of Good Standing | _____ |
| _____ | Certificate of Status | _____ |
| _____ | Certificate of Fictitious Name | _____ |
| _____ | Corp Record Search | _____ |
| _____ | Officer Search | _____ |
| _____ | Fictitious Search | _____ |
| _____ | Fictitious Owner Search | _____ |
| _____ | Vehicle Search | _____ |
| _____ | Driving Record | _____ |
| _____ | UCC 1 or 3 File | _____ |
| _____ | UCC 11 Search | _____ |
| _____ | UCC 11 Retrieval | _____ |
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Signature _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ON-TIME STAFFING SERVICES, CORP.

The undersigned subscriber to these Articles of Incorporation make, subscribe and acknowledge the following Articles of Incorporation under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be: ON-TIME STAFFING SERVICES, CORP.

ARTICLE II - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE III - GENERAL PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the Business Corporation Act of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue shall be 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business of the corporation shall be:

Tropic Park Business Center, 1570 Tropic Park Drive, Sanford, Florida 32773.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent of the corporation shall be: FELIPE ESTEVEZ, at the registered address of Tropic Park Business Center, 1570 Tropic Park Drive, Sanford, Florida 32773..

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of the corporation shall be three (3).

B. The number of Directors of the corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and address of the initial member of the Board of Directors, who shall hold office until their successors are duly elected and qualified, are:

FELIPE ESTEVEZ, 915 E. Normandy Blvd., Deltona, Florida 32725.

GLORIE A. FLORES, 5415 Red Bone Ln., Orlando, Florida 32810.

MICHELE S. CARTA, 1570 Tropic Park Drive, Sanford, Florida 32773.

ARTICLE VIII - INCORPORATOR

The names and residence address of the subscribers of these Articles of Incorporation are the same as in Article VII above.

ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders and to the Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified and set forth in the By-laws.

IN WITNESS WHEREOF, the subscriber affixed their signatures this 21st day of July, 1999.

Glorie A. Flores
GLORIE A. FLORES

Felipe Estevez
FELIPE ESTEVEZ

Michele S. Carta
MICHELE S. CARTA

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 21st day of July, 1999, by FELIPE ESTEVEZ, GLORIE A. FLORES and MICHELE S. CARTA, who have produced their Florida Driver Licenses as identification, and who executed the foregoing Articles of Incorporation.

Paula V. Norris
Paula V. Norris
Notary Public
My Commission expires
November 15, 1999



PAULA V NORRIS
My Commission CC510079
Expires Nov. 15, 1999

ACCEPTANCE BY REGISTERED AGENT

The undersigned, FELIPE ESTEVEZ, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with and accepts the obligations imposed pursuant to Florida Statutes 607.325 of the Florida Professional Service Corporation Act.

Felipe Estevez
FELIPE ESTEVEZ

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