

149000104042

C T Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850) 222-1092

City State Zip Phone

CORPORATION(S) NAME

800003073688--0
-12/17/99--01051--006
*****70.00 *****70.00
800003073688--0
-12/17/99--01051--007
*****8.75 *****8.75

Personnel One Merger Sub, Inc

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- ☒ Profit - Articles
☐ NonProfit
☐ Limited Liability Company
☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Certified Copy
☐ Call When Ready
☒ Walk In
☐ Mail Out
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call if Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of R.A.
☐ Fictitious Name
☒ CUS / G/S
☐ After 4:30
☒ Pick Up

Name
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W.P. Verifier

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
THANK YOU ! CONNIE BRYAN
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T. SMITH DEC 17 1999

CR2E031 (1-89)

**ARTICLES OF INCORPORATION
OF
PERSONNEL ONE MERGER SUB, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is Personnel One Merger Sub, Inc. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 222 W. Las Colinas Blvd., Suite 1250, Irving, Texas 75039.

ARTICLE III - PURPOSES

The purposes for which the Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each share having no par value.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors, of this Corporation at any regular or special meeting.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - ADDRESS

The initial street address of the initial registered office of this Corporation is to be at 1200 South Pine Island Road, City of Plantation, Florida 33324. The name of the initial registered agent at such address is CT Corporation System.

ARTICLE VII - INITIAL DIRECTORS

Directors shall be elected in the manner set forth in the Corporation's by-laws. The names and street address of the sole member of the initial Board of Directors who shall hold office until his successor is elected and qualified, is as follows:

Michael F. Mancivalano
222 W. Las Colinas Blvd.
Suite 1250
Irving, TX 75039

ARTICLE VIII - INCORPORATOR

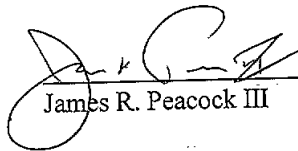
The name and street address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
James R. Peacock III	Thompson & Knight L.L.P. 1700 Pacific Ave., Suite 3300 Dallas, TX 75201

ARTICLE IX - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

IN WITNESS WHEREOF, we have hereunto set out hands and seals, acknowledged and
filed and signed the foregoing Articles of Incorporation under the laws of the State of Florida,
this 16th day of December, 1999.


James R. Peacock III

CT Corporation System is familiar with and accepts the obligations provided for in
Section 607.0505 of the Florida Statutes.

CT CORPORATION SYSTEM

By: Randy A. Shelly
Name: RANDY A. SHELLEY
Title: SPECIAL ASSISTANT SECRETARY
Date: 12/16/99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA