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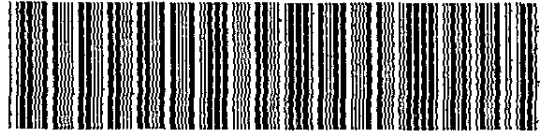
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SECRETARY OF STATE
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05 DEC 21 PM 12:33

FILED

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: The National Association of Legal Search Consultants, Inc.
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Joseph E. Ankus

(Name of Person)

Ankus Consulting, Inc.

(Firm/Company)

1525 N. Park Drive #102

(Address)

Weston, FL 33326

(City/State and Zip Code)

For further information concerning this matter, please call:

Joseph E. Ankus

(Name of Person)

at (954) 349-4428

(Area Code & Daytime Telephone Number)

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 29, 2005

JOSEPH E. ANKUS
ANKUS CONSULTING, INC.
1525 N. PARK AVE. #102
WESTON, FL 33326

SUBJECT: THE NATIONAL ASSOCIATION OF LEGAL SEARCH
CONSULTANTS, INC.
Ref. Number: W05000056857

We have received your document for THE NATIONAL ASSOCIATION OF LEGAL SEARCH CONSULTANTS, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist

Letter Number: 705A00073938

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. The National Association of Legal Search Consultants, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. New York 3. 52-0071382
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/7/1984 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 9/1/2005
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 1525 N. Park Drive #102, Weston, FL 33326
(Principal office address)
1525 N. Park Drive #102, Weston, FL 33326
(Current mailing address)

8. To further the professionalism and education of legal recruiters.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

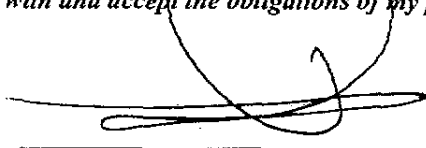
Name: CT Corporation System

Office Address: 1200 S. Pine Island Rd.

Plantation, Florida 33324
(City) (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


PETER F. SOUZA
ASSISTANT SECRETARY
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
DEC 21 PM 12:33
STATE OF FLORIDA
TALLAHASSEE

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED ADDENDUM

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED ADDENDUM

Address: _____

Vice President: _____

Address: _____

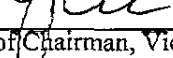
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JOE ANCO'S, EXECUTIVE DIRECTOR
(Typed or printed name and capacity of person signing application)

ADDENDUM to Application By Foreign Not For Profit Corporation For Authorization To Conduct Its Affairs in Florida.

Name of Corporation: The National Association of Legal Search Consultants, Inc.

President

Marina Sirras
Marina Sirras & Associates LLC
420 Lexington Avenue
Suite 2545
New York, NY 10170

Vice President, Membership

Ariene M. Sengstack
AV Search Consultants
674 Route 202/206
Bridgewater, NJ 08807

Vice President, Long-Range Planning

Helene Ashenberg
The Solomon-Page Group, LLC Legal Division
1140 Avenue of the Americas
New York, NY 10036

Treasurer

Eric Sivin
Sivin Tobin Associates, LLC
516 Fifth Avenue
14th Floor
New York, NY 10036

Secretary

Liz Shapiro
Liz Shapiro Legal Search
The Rittenhouse -- Suite 1900
210 W. Rittenhouse Square
Philadelphia, PA 19103

Director

Joseph Freedman
American Legal Search, LLC
209 10th Avenue, South
Suite 337
Nashville, TN 37203

Director

Pam L. Koerner
Koerner & Associates, Inc.
Two Brentwood Commons, Suite 150
750 Old Hickory Boulevard
Brentwood (Nashville), TN 37027

Director

Michael Lord
Michael Lord & Company, LLC
245 Fifth Avenue
Suite 901
New York, NY 10016

Director

Amy Leafe McCormack, Esq.
McCormack Schreiber Legal Search Inc.
150 N. Wacker Drive
Suite 1800
Chicago, IL 60606

Director

Carl D. Reece
Reece Legal Search, Inc.
555 West Fifth Street
Suite 3100
Los Angeles, CA 90013

Director

Madeleine Seltzer
Seltzer Fontaine Beckwith
2999 Overland Avenue
#120
Los Angeles, CA 90064

Director

David Sewell
PTO Legal Search, Ltd.
1200 Smith Street
Suite 1600
Houston, TX 77002

Executive Director

Joseph Ankus, Esq.
Ankus Consulting, Inc.
1525 North Park Drive
Suite 102
Weston, FL 33326

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

October 07, 2005



A handwritten signature in black ink, appearing to read "R. H. ...", is written over the seal area.

Special Deputy Secretary of State

USE

CERTIFICATE OF INCORPORATION

USE

OF

THE NATIONAL ASSOCIATION OF LEGAL SEARCH

CONSULTANTS, INC.

Under Section 402 of the Not-for-Profit Corporation Law

The undersigned, natural persons of the age of eighteen years or over, desiring to form a corporation pursuant to the provisions of the Not-for-Profit Corporation Law of the State of New York, hereby certify as follows:

B146459

FIRST: The name of the corporation is The National Association of Legal Search Consultants, Inc. hereinafter sometimes called "the corporation".

SECOND: That it is a corporation as defined in subparagraph (a) (5) of Section 102 of the N-PCL.

The purposes for which it is formed are:

To further professionalism, to promote the highest standards of service to attorneys as employers and candidates, and to facilitate cooperation among competitors in these objectives.

B146459

Subject to the limitations prescribed by statute and in furtherance of its corporate purposes, the corporation shall have the following powers, which shall not be deemed to be exclusive of any other powers provided by law:

The Corporation shall have all powers provided by law. Nothing contained in this certificate shall authorize or empower the corporation to perform or engage in acts or practices prohibited by Section 340 of the General Business Law or other anti-monopoly statute of this State.

Nothing hereinafter shall authorize this corporation, directly or indirectly, to engage in or include among its purposes, any of the activities mentioned in Not-for-Profit Corporation Law, Section 404 (b)-(t).

Under Section 201 it is a Type A Not-for-Profit Corporation.

THIRD: The office of the corporation in the State of New York is to be located in the city of New York, County of New York.

FOURTH: The territory in which the operations of the corporation are principally to be conducted is the State of New York, but the corporation may do any one or more acts herein set forth as its purpose within or without the United States of America or in any part of the world.

FIFTH: The Names and addresses of three of the four initial directors are:

Wandean H. Eolis, 58 Sutton Place South, PS-8
New York, New York

Jean Fergus, 5 Tudor City Place, #1005
New York, New York

Robert J. Lipton, 401 East 81st Street, #21E
New York, New York

SIXTH: The Secretary of State is designated as the agent of the corporation upon whom process against the corporation may be served, and the address to which the secretary of state shall make a copy of any process against the corporation served upon him is:

United States Corporation Company, whose address is 79
Pine Street, New York, New York 10270.

SEVENTH: Notwithstanding any other provision of these Articles, the corporation is organized exclusively for charitable, educational, religious and scientific purposes as specified in section 501 (c) (3) of the Internal Revenue Code of 1954 and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954.

No part of the income of the corporation shall inure to the benefit of any member, trustee, director, officer of corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

Except as may otherwise be permitted by the Internal Revenue Code of 1954, as amended, and the laws of the State of New York, no substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and no part of the activities of the corporation shall be participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall after necessary expenses thereon be distributed to such organizations as shall qualify under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, subject to an order of a Justice of the Supreme Court of the State of New York.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1954, as amended; and the corporation shall not (a) engage in any act of self-dealing as defined in Section 4941 (d) of the Code; (b) retain any excess business holdings as defined in Section 4943 (c) of the Code; (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; (d) make any taxable expenditures as defined in Section 4945 (d) of the Code.

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury, this 19th day of July, 1984.

Name

Address

[Signature]
Type Name WENDEEN EOLIS

50 SUTTON PLACE SOUTH, N.Y.C.
50 Sutton Place So. NY NY

[Signature]
Type Name ROBERT LIPTON

400 MADISON AVENUE, N.Y.C.
400 Madison Ave NY

[Signature]
Type Name JEAN FERGUS

5 TUDOR CITY PLACE, N.Y.C.
5 Tudor City Place NY NY

NOTE: Addresses must be included here even if same individuals and their addresses appear under directors)

4

STANLEY PARNES

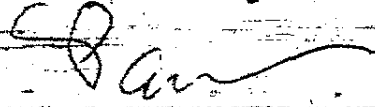
a Justice of the Supreme

Court of the State of New York, ~~FIRST~~ Judicial District,

do hereby approve the foregoing Certificate of Incorporation of

THE NATIONAL ASSOCIATION OF LEGAL SEARCH CONSULTANTS, INC. and consent that the same be filed.

Dated: NEW YORK, N.Y.



SEP 7 1984

Justice of the Supreme Court
of the State of New York

STANLEY PARNES

The undersigned has no objection to the granting of
Judicial approval hereon and waives statutory notice.

Robert Abrams
Attorney General of the
State of New York

D. New York, NY
August 19, 1984

By *Richard M. Weisberg*
Assistant Attorney General
of the State of New York

USC

CERTIFICATE OF INCORPORATION

OF

USC

THE NATIONAL ASSOCIATION OF LEGAL
SEARCH CONSULTANTS, INC.

Under Section 402 of the Not-for-Profit Corporation Law

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED SEP 27 1984

AMT. OF CHECK \$	65
FILING FEE \$	50
TAX \$	
COUNTY FEE \$	
COPY \$	3
CERT \$	
REFUND \$	
SPEC HANDLE \$	10

BY: *[Signature]*
typed

648459

AM '84

SEP 27 10

BILLED

SEP 21 AM '84

413593

FILED

SEP 27 1 50 PM '84

FERGUS ASSOCIATES, INC.
The Empire State Building
350 Fifth Avenue, Suite 5818
New York, New York 10118

SEP 27 1984