

Document Number Only

F96000002228

CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone
904-222-1092

600001806986
-05/03/96--01062--017
*****70.00 *****70.00

CORPORATION(S) NAME

Kelly Staff Leasing, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY -3 AM 10:39

- Profit
- 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
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

5/3/96

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY -3 AM 10:19

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Kolly Staff Leasing, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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.)

2. Delaware
(State or country under the law of which it is incorporated)

3. 38-3290380
(FEI number, if applicable)

4. April 30, 1996
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 20300 Ventura Boulevard, Suite 150, Woodland Hills, California 91364
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized
under the Delaware General Corporation Law
(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:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Sharon L. Gahlau
(Registered agent's signature) (Officer)

Sharon L. Gahlau, Asst. VP.
(Type Name and Title of Officer)

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.

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

A. DIRECTORS

Chairman: Terence E. Adderley

Address: 999 West Big Beaver Road

Troy, Michigan 48064

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

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

14. Eugene L. Hartwig, Secretary
(Typed or printed name and capacity of person signing application)

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
Kelly Staff Leasing, Inc.**

1. Terence E. Adderley
999 West Big Beaver Road
Troy, Michigan 48084
2. Gordon C. Brown
20300 Ventura Boulevard, Suite 150
Woodland Hills, California 91364
3. Paul K. Geiger
999 West Big Beaver Road
Troy, Michigan 48084
4. Eugene L. Hartwig
999 West Big Beaver Road
Troy, Michigan 48084

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
Kelly Staff Leasing, Inc.**

- ✓ 1. Gordon C. Brown, President and Chief Operating Officer
20300 Ventura Boulevard-Ste 150
Woodland Hills, California 91364
- ✓ 2. James R. Conner, Executive Vice President
20300 Ventura Boulevard-Ste 150
Woodland Hills, California 91364
- ✓ 3. Marc E. Stein, Executive Vice President
20300 Ventura Boulevard-Ste 150
Woodland Hills, California 91364
4. William J. Kwasniewski, Chief Financial Officer
20300 Ventura Boulevard-Ste 150
Woodland Hills, California 91364
5. Paul Hyman, Senior Vice President, Underwriting and Insurance
20300 Ventura Boulevard-Ste 150
Woodland Hills, California 91364
- ✓ 6. Eugene L. Hartwig, Secretary
999 West Big Beaver Road
Troy, Michigan 48084

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KELLY STAFF LEASING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF APRIL, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -3 AM 10:39



Edward J. Freel

Edward J. Freel, Secretary of State

2618879 8300

960125280

AUTHENTICATION:

7927880

DATE:

04-30-96

Document Number Only

F96000002228

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone

800002167628--1
-05/06/97--01000--002
*****35.00 *****35.00

CORPORATION(S) NAME

Name Change Amend
Kelly Staff Leasing, Inc.
Changed name to:
Employee Leasing Staff Company One, Inc.

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- 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 P.A.
- Fictitious Name
- CUS
- After 4:30
- Pick Up

97 MAY -6 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

Name Availability	5/7/97
Document Examiner	ADK
Updater	ADK
Verifier	ADK
Acknowledgment	ADK
W.P. Verifier	ADK

5/6/97

PLEASE RETURN EXTRA COPY(S) FILE STAMPED
97 MAY -6 AM 10:45
DIVISION OF CORPORATION RECEIVED

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANACT BUSINESS IN
FLORIDA**

FILED
MAY - 6 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Kelly Staff Leasing, Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: May 3, 1996

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

April 22, 1997

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Employee Leasing Shelf Company One, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Eugene L. Hartwig
Signature
Name and Title

April 25, 1997

Date

Eugene L. Hartwig
Secretary

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "KELLY STAFF LEASING, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "EMPLOYEE LEASING SHELF COMPANY ONE, INC.", THE TWENTY-SECOND DAY OF APRIL, A.D. 1997, AT 1:15 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2618879 8320

971138919

AUTHENTICATION:

DATE:

8442232

04-29-97