
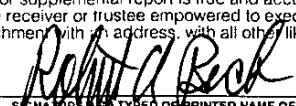


2005 FOR PROFIT CORPORATION AMENDED ANNUAL REPORT

DOCUMENT # V10060 1. Entity Name ALPHASTAFF GROUP, INC.					
Principal Place of Business 1801 CLINT MOORE RD. SUITE 115 BOCA RATON, FL 33487			Mailing Address 1801 CLINT MOORE RD. SUITE 115 BOCA RATON, FL 33487		
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State		4. FEI Number 65-0314170	
Zip		Country		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324			7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____					
Amended AR is \$61.25		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees			
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PSD BECK, ROBERT A II 1801 CLINT MOORE RD BOCA RATON, FL 33487	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	Please See Attached <input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CEO STARKMAN, JAY 1801 CLINT MOORE RD #115 BOCA RATON, FL 33487	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CFO NORITAKE, RICHARD 1801 CLINT MOORE ROAD, STE 115 BOCA RATON, FL 33487	<input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	100060830901 10/20/05--01054--010 **\$61.25	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	\$20/25 <input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: 		Robert A. Beck, II		10/6/05 (561) 443-5014	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		Date		Day/Mo/Phone #	

FILED
05 OCT 20 AM 10:01

CLERK OF STATE
TALLAHASSEE, FLORIDA



10052005 Chg-P CR2E034 (10/03)

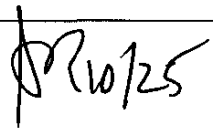
Applied For
Not Applicable

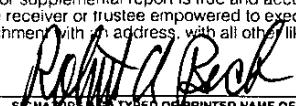
\$8.75 Additional Fee Required

FL

Please See Attached

100060830901
10/20/05--01054--010 **\$61.25





Robert A. Beck, II

10/6/05 (561) 443-5014

ATTACHMENT FOR ALPHASTAFF GROUP, INC.

BLOCK 11: ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS

CHANGES

Robert A. Beck, II Jay Starkman	Director, Executive Chairman and Chairman of the Board CEO, President, Secretary and Director
------------------------------------	--

ADDITIONS

Brian Kiely	CFO and Treasurer
Heather Gatley	Executive Vice President of Human Resource Services and General Counsel
Rafael Labarta	Executive Vice President and Chief Technology Officer
Mañuel Penate	Executive Vice President of Sales
Joseph Bello	Vice President of Sales
William Leahy	Vice President of Sales
Thomas Ivey	Vice President of Product Development and Risk
Pellegrino Porraro	Director
David Sherwood	Director
Charles D. Towers	Director
Gregory Corgan	Director