



THE UNITED STATES CORPORATION COMPANY

B9900000310

ACCOUNT NO. : 072100000032

REFERENCE : 341223 4725625

AUTHORIZATION :

COST LIMIT : ~~520.50~~

ORDER DATE : August 13, 1999

87.50 file 1st please

ORDER TIME : 2:38 PM

ORDER NO. : 341223-005

CUSTOMER NO: 4725625

CUSTOMER: Mr. Robert J. Calabro
Randstad Us Lp
177 Crossways Park Drive
Woodbury, NY 11797-2047

500002964925--3

FOREIGN FILINGS

NAME: THE RICHARD MICHAEL GROUP,
L.P.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

RECEIVED
99 AUG 19 PM 3: 53
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
99 AUG 19 PM 3: 56
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ML
8/19/99

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 19 PM 3:56

1. THE RICHARD MICHAEL GROUP, L.P.
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida must contain the word "LIMITED" or "LTD.")

3. DELAWARE 4. 11/1/98
(State of Formation) (Date of Formation)

5. Corporation Service Company
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street
(Street Address of Registered Of lice)

Tallahassee, Florida 32301
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

By: *Julia M. White*
(Agent must sign on this line)

8. 177 CROSSWAYS PARK DRIVE

WOODBURY, NEW YORK 11797

(Address of registered office required in state of formation or, if not required, address of principal of office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

SEE ATTACHED

10. 177 CROSSWAYS PARK DRIVE, WOODBURY, NY 11797
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. 177 CROSSWAYS PARK DRIVE, WOODBURY, NY 11797

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 10 day of AUGUST, 19 99

[Signature]
General Partner

STATE OF NY

COUNTY OF NASSAU

On this 17 day of AUGUST, 19 99

ROBERT CALABRO personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

[Signature]
(Notary Public/Signature)

ROBERTA ZAITZ
(Notary's Printed Name)

Seal

My Commission Expires: 12/15/2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 19 PM 3:56

ROBERTA ZAITZ
NOTARY PUBLIC, State of New York
No. 4875487
Qualified in Nassau County
Commission Expires December 15, 2000

Partners

Randstad North America L.P. 58-2426357 -- LIMITED PARTNER

99% Limited Partner
2015 South Park Place
Atlanta, GA 30339

58-2426265

Randstad General Partner (US) LLC --- GENERAL PARTNER

1% General Partner
2015 South Park Place
Atlanta, GA 30339

m99000000142

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 19 PM 3:56

Directors

Erik Vonk 553-67-2226 2015 South Park Place
Atlanta, GA 30339

Jay Schaudies 200-44-8310 2015 South Park Place
Atlanta, GA 30339

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 19 PM 3:56

Officers

Erik Vonk Pres 553-67-2226 2015 South Park Place
Atlanta, GA 30339

Jim Reese VP 375-58-1327 2015 South Park Place
Atlanta, GA 30339

Jay Schaudies VP 200-44-8310 2015 South Park Place
Secy Atlanta, GA 30339

Allen Gershiak VP 014-30-9853 177 Crossways Pk Dr
Woodbury, NY 11797

Robert J. Calabro AVP 099-58-0520 177 Crossways Pk Dr 3932 Park Avenue
Tax Woodbury, NY 11797 Seaford, NY 11783

Leslie Adler Asst Secy 080-62-0392 177 Crossways Pk Dr
Woodbury, NY 11797

Steven Whitehead Asst Secy 311-76-8513 2015 South Park Place
Atlanta, GA 30339

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared ROBERT CALABRO,
a general partner of THE RICHARD MICHAEL GROUP, L.P., a (an) DELAWARE
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 100.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 100.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 10 day of AUGUST, 19 99.

MC
General Partner

STATE OF NY

COUNTY OF NASSAU

On this 17 day of AUGUST, 19 99,

ROBERT CALABRO, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

Robert Zaitz
(Notary Public signature)

ROBERTA ZAITZ
(Notary's Printed Name)

Seal My Commission Expires: 12/15/2000

ROBERTA ZAITZ
NOTARY PUBLIC, State of New York
No. 4875487
Qualified in Nassau County
Commission Expires December 15, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 19 PM 8:56