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TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: Brookmeade Resource Staffing, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

David I. Schulman

(Name of Person)

Law Offices of David I. Schulman

(Firm/Company)

1401 Peachtree St., N.E., Suite 500

(Address)

Atlanta, Georgia 30309

(City/State/Zip)

500003081485--4
-12/28/99-01025-004
*****87.50 *****87.50

Should you need to call someone concerning this matter, please call:

David Schulman

(Name of Person)

at (404) 870-8513

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

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

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DEC 28 AM 10:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

LR 1/4/00

F-34

LAW OFFICES OF
DAVID I. SCHULMAN
1401 PEACHTREE STREET, N.E.
SUITE 500
ATLANTA, GEORGIA 30309

DAVID I. SCHULMAN

December 23, 1999

TELEPHONE 404-870-8513
FACSIMILE 404-870-8419
E-mail: dschulman@mindspring.com

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

Re: BROOKMEADE RESOURCE STAFFING, INC.

Dear Sir or Madam:

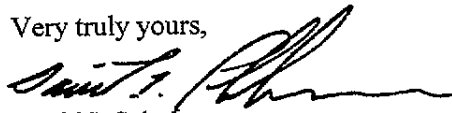
Enclosed are the following documents for the registration of Brookmeade Resource Staffing, Inc. (the "Company") to transact business in Florida:

1. A fully completed transmittal letter and Application by Foreign Corporation for Authorization to Transact Business in Florida;
2. An original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State of Georgia;
3. Check #1382 in the amount of Eighty Seven Dollars and Fifty Cents (\$87.50) payable to the Secretary of State of Florida for filing fee. This fee should cover the following expenses:
 - (a) \$70.00 – Registration fee;
 - (b) \$8.75 – Fee for a certificate of status
 - (c) \$8.75 – Fee for a certified copy of the application.

Please issue a letter of acknowledgement, a certified certificate of status and a certified copy of the application and mail them to the undersigned. Please find enclosed a self addressed stamped envelope for your convenience.

Your cooperation in this matter is appreciated.

Very truly yours,


David I. Schulman
Attorney for the Company

DIS/nm
Enclosures
cc: Mr. Michael Peterson

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TALLAHASSEE FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 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. Brookmeade Resource Staffing, 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. Georgia, U.S.A. 3. 58-2405642
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/30/98 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. a. 1870 The Exchange, Suite 100, Atlanta, Georgia 30339
(Principal office address)

b. 1870 The Exchange, Suite 100, Atlanta, Georgia 30339
(Current mailing address)

Engage in any lawful act or activity for which corporations may be organized under the Georgia Business Corporation Code and to possess and exercise all of the powers and privileges granted

8. (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
by such law and any other law of Georgia

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

Name: John A. Peterson

Office Address: 12303 Noreast Lake Drive

Tampa, Florida 33612
(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.

John A. Peterson
(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.

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TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: Michael T. Peterson

Address: 1870 The Exchange, Suite 100, Atlanta, Georgia 30339

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Michael T. Peterson

Address: 1870 The Exchange, Suite 100, Atlanta, Georgia 30339

Vice President: _____

Address: _____

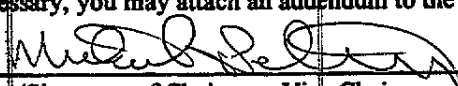
Secretary: Michael T. Peterson

Address: 1870 The Exchange, Suite 100, Atlanta, Georgia 30339

Treasurer: Michael T. Peterson

Address: 1870 The Exchange, Suite 100, Atlanta, Georgia 30339

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. Michael T. Peterson, Director
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K93360677
CONTROL NUMBER : K828451
DATE INC/AUTH/FILED: 07/30/1998
JURISDICTION : GEORGIA
PRINT DATE : 12/02/1999
FORM NUMBER : 211

DAVID I. SCHULMAN
1401 PEACHTREE ST NE, STE 500
ATLANTA, GA 30309

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

BROOKMEADE RESOURCE STAFFING, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox

Cathy Cox
Secretary of State