

FOO 0000002849

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Snelling and Snelling, Inc. (a Delaware corporation)
(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:

Sarah B. McComack
(Name of Person)
Snelling and Snelling, Inc.
(Firm/Company)
12801 N. Central Expressway, Suite 700
(Address)
Dallas, Texas 75243
(City/State/Zip)

FILED
00 MAY 22 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-04/07/00--01093--001
*****70.00 *****70.00

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

Sarah B. McComack at (800) 411-6393, extension 1490
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien 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

855/310/2852
\$150.00

~~1200-991~~
FOO-2849
5/22
GA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 14, 2000

SARAH B. MCCOMACK
SNELLING AND SNELLING, INC.
12801 N. CENTRAL EXPRESSWAY, SUITE 700
DALLAS, TX 75243

SUBJECT: SNELLING AND SNELLING, INC.
Ref. Number: W00000009917

We have received your document for SNELLING AND SNELLING, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1150.00.

If you have any questions concerning the filing of your document, please call (850) 487-6917.

Gretchen Harvey
Document Specialist Supervisor

Letter Number: 800A00020590

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 22 AM 10:19

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VIA CERTIFIED MAIL AND
RETURN RECEIPT REQUESTED

April 27, 2000



Ms. Gretchen Harvey
Florida Department of State
Corporation Division
P. O. Box 6327
Tallahassee, FL 32314

Re: Snelling and Snelling, Inc.
Ref. Number: W00000009917

Dear Ms. Harvey:

I am in receipt of your letter dated April 14, 2000 stating that the name Snelling and Snelling, Inc. was not available in the State of Florida and the Application for Authority could not be filed.

Snelling and Snelling, Inc., a Pennsylvania corporation, merged with and into Snelling and Snelling, Inc., a Delaware corporation in December 1999. Enclosed please find a copy of the Agreement and Plan of Merger.

I have also enclosed the letter that I received from the State of Florida stating that the Application for Withdrawal of Authority was filed on April 10, 2000 for Snelling and Snelling, Inc., a Pennsylvania corporation. I spoke with a representative in your division today, April 27, 2000, and she said that I needed to send you a copy of this letter and the matter would be taken care of.

If there remains a conflict with the filing of Snelling and Snelling, Inc., a Delaware corporation, please call me immediately at 800-411-6393, extension 1490.

Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in cursive script that reads 'Sarah B. McComack'.

Sarah B. McComack
Assistant Paralegal

Enclosures

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00 MAY 22 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 8, 2000

SARAH B. MCCOMACK
SNELLING AND SNELLING, INC.
12801 N. CENTRAL EXPRESSWAY, SUITE 700
DALLAS, TX 75243

SUBJECT: SNELLING AND SNELLING, INC.
Ref. Number: W00000009917

We have received your document for SNELLING AND SNELLING, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

You failed to make the correction(s) requested in our previous letter.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1150.00.

If you have any questions concerning the filing of your document, please call (850) 487-6917.

Gretchen Harvey
Document Specialist Supervisor

Letter Number: 200A00025482

FILED
00 MAY 22 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



VIA CERTIFIED MAIL AND
RETURN RECEIPT REQUESTED

May 16, 2000

Ms. Gretchen Harvey
Florida Department of State
Corporation Division
P. O. Box 6327
Tallahassee, FL 32314

Re: Snelling and Snelling, Inc.
Ref. Number: W00000009917

Dear Ms. Harvey:

Per our telephone conversation of May 15, 2000, I am enclosing an affidavit declaring that the date given on line six of the Application by Foreign Corporation for Authorization to Transact Business in Florida was entered in error.

I hope that this will clear all confusion in this matter and that the Application can be processed. If a conflict still remains, please call me immediately at 972-776-1490.

Thank you for your assistance in this matter.

Sincerely,

Sarah B. McComack
Assistant Paralegal

Enclosures

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TALLAHASSEE, FLORIDA

STATE OF TEXAS)
) ss.:
COUNTY OF DALLAS)

AFFIDAVIT

Before me, the undersigned authority, personally appeared Sarah B. McComack, who,
being by me duly sworn, deposed as follows:

My name is Sarah B. McComack, I am of sound mind, capable of making this affidavit,
and had been made acquainted with the facts herein stated:

Snelling and Snelling, Inc., a Delaware corporation, submitted an Application by Foreign
Corporation for Authorization to Transact Business in Florida on April 4, 2000. The date that
was entered on line number 6 to reflect the date Snelling and Snelling, Inc. first transacted
business in Florida was entered in error. The date entered reflected activity that was conducted
by our wholly-owned subsidiary, Advance Processing Systems, Inc. (Corporation Number
F97000003541), who has had authority to conduct business in Florida since July, 1997. Snelling
and Snelling, Inc., a Delaware corporation has not conducted business in the State of Florida
since the December, 1999 merger with Snelling and Snelling, Inc., a Pennsylvania corporation.

Sarah B. McComack
Affiant

In witness whereof I have hereunto subscribed my name and affixed my official seal to the
15th day of May, 2000.

Frances Rae Allen
Notary Public

00 MAY 22 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

My Commission Expires: 4/12/02

**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. Snelling and Snelling, 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. 23-1488679
(FEI number, if applicable)
4. December 2, 1999
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. December 2, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 12801 North Central Expressway, Suite 700
Dallas, Texas 75243
(Current mailing address)
8. To engage in and to do any lawful act or activity for which corporations may be organized
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

Rand C. Snelling
(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.
12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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TALLAHASSEE FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached list

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

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

14. J. Russell Crews, Senior Vice President
(Typed or printed name and capacity of person signing application)

**SNELLING AND SNELLING, INC.,
a Delaware Corporation**

Directors

J. Russell Crews	Director	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Timothy J. Loncharich	Chairman of the Board	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Melinda S. Paulk	Director	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Robert R. Paulk	Director	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Robert O. Snelling, Jr.	Vice Chairman of the Board	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Richard H. Spragins	Director	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Barbara A. McAninch	Secretary	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243

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TALLAHASSEE, FLORIDA

SNELLING AND SNELLING, INC.,
a Delaware corporation


Officers

Timothy J. Loncharich	President and Chairman of the Board	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Robert O. Snelling, Jr. ^D	Vice Chairman, Chief Information Officer	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Robert R. Paulk ^D	Senior Vice President, Branch Operations	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Richard H. Spragins ^D	Senior Vice President, Acquisitions	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Melinda S. Paulk ^D	Vice President, Branch Operations	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
J. Russell Crews ^D	Chief Financial Officer, Senior Vice President, Treasurer	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Barbara A. McAninch ^D	Secretary, Vice President, Legal	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Robert O. Snelling, Sr.	Chief Executive Officer	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Brian K. Miller	Senior Vice President, Branch Operations	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
John F. Buchanan	Vice President, Information Systems Division	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Joseph DeMarco	Vice President, Franchising	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Barbara T. Houser	Vice President, Branch Operations	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Richard Langone	Vice President, Controller, Franchise Division	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Charles Andy Macklin	Vice President, Franchise Operations Division	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Peter A. Margarita	Vice President, Branch Operations	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
E. B. Mercer, III	Vice President, Risk Management Division	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Fred L. Morache	Vice President, Marketing and Strategic Planning	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Beverly Tafelski	Vice President, Branch Operations	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
Tina C. Walker	Vice President, Human Resources Division	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243
William A. Wienhoff	Vice President, Training and Development	12801 N. Central Expressway, Suite 700, Dallas, Texas 75243

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SNELLING AND SNELLING, 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 TWENTY-SEVENTH DAY OF MARCH, A.D. 2000.




Edward J. Freel, Secretary of State

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AUTHENTICATION: 0342654

DATE: 03-27-00