

F020000000359

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Barrett Business Services, 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:

CT Corporation

(Name of Person)

c/o C T Corporation System

(Firm/Company)

300004783873--2
-01/18/02--01023--005
*****87.50 *****87.50

1200 South Pine Island Road

(Address)

Plantation, Florida 33324

(City/State and Zip code)

For further information concerning this matter, please call:

Jennifer L. Hull

(Name of Person)

at (503) 220-0988

(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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JAN 18 PM 7:50

FILED

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

mt
1/23

**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. Barrett Business Services, 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. Maryland 3. 52-0812977
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 1, 1965 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. June, 2001
(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. 4724 SW Macadam Avenue, Portland, Oregon 97201
(Principal office address)
same as above
(Current mailing address)
8. Temporary Staffing
(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
c/o C T Corporation System
Office Address: 1200 South Pine Island Rd.
Plantation, Florida 33324
(City) (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.

See attached consent form

(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.

FILED
02 JAN 18 PM 7:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

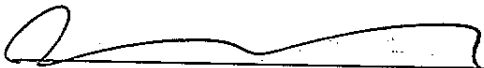
CONSENT TO SERVE AS REGISTERED AGENT

C T Corporation System, c/o C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324 does hereby consent to serve as Registered Agent for the following company:

Barrett Business Services, Inc.

We understand that as the agent, it will be our responsibility to receive service of process; to forward all mail; and to immediately notify the Office of the Secretary of State in the event of our resignation, or of any changes in the Registered Office address.

DATED this 21st day of November, 2001


Jack Caskey, Assistant Vice President

FILED
02 JAN 18 PM 7:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS (See attached exhibit)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (See attached exhibit)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
02 JAN 18 PM 7:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

13. Michael D. Mulholland

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

14. Michael D. Mulholland, Vice President-Finance & Secretary

(Typed or printed name and capacity of person signing application)

BARRETT BUSINESS SERVICES, INC.
BOARD OF DIRECTORS AND CORPORATE OFFICERS

DIRECTORS' NAME	DATE OFFICE TAKEN	ADDRESS
Robert R. Ames	June, 1993	4724 SW Macadam Avenue Portland, Oregon 97201
Thomas J. Carley	November, 2000	4724 SW Macadam Avenue Portland, Oregon 97201
Richard W. Godard	April, 2000	4724 SW Macadam Avenue Portland, Oregon 97201
James B. Hicks, Ph.D.	April, 2001	4724 SW Macadam Avenue Portland, Oregon 97201
Anthony Meeker	June, 1993	4724 SW Macadam Avenue Portland, Oregon 97201
Nancy B. Sherertz	May, 1998	4724 SW Macadam Avenue Portland, Oregon 97201
William W. Sherertz	June, 1980	4724 SW Macadam Avenue Portland, Oregon 97201

OFFICERS' NAME	DATE OFFICE TAKEN	ADDRESS
William W. Sherertz President and Chief Executive Officer	June, 1980	4724 SW Macadam Avenue Portland, Oregon 97201
Michael D. Mulholland Vice President-Finance and Secretary	August, 1994	4724 SW Macadam Avenue Portland, Oregon 97201
Gregory R. Vaughn Vice President-Operations	January, 1998	4724 SW Macadam Avenue Portland, Oregon 97201
James D. Miller Controller and Assistant Secretary	March, 1995	4724 SW Macadam Avenue Portland, Oregon 97201
James L. Donahue Area Vice President	May, 2001	4724 SW Macadam Avenue Portland, Oregon 97201
Richard W. Godard Area Vice President	April, 1998	4724 SW Macadam Avenue Portland, Oregon 97201
Elaine M. Guard Area Vice President	April, 1998	4724 SW Macadam Avenue Portland, Oregon 97201

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT BARRETT BUSINESS SERVICES, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS DECEMBER 18, 2001.



Paul B. Anderson
Charter Division

FILED
02 JAN 18 PM 7:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

