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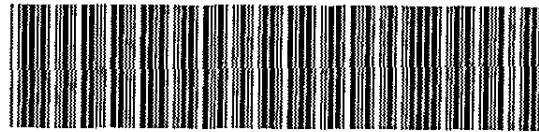
(Business Entity Name)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2003 APR -4 PM 3:25

Withdrawal
HFS
4-11-2003

LOUIS A. REISMAN
SUSSAN H. SHORE**
MARTIN A. NEUMANN
GARY M. BOROFKY*
M. NEIL SOLARZ**
ROBERT E. STRAUSS
SUSAN ABRAHAM
BLAKE A. RUMMEL
SAMUEL D. SHAPIRO
MICHAEL D. BERGER
RENEE WITTLIF
JONATHAN S. FORSTER

*Weinstock,
Manion,
Reisman,
Shore & Neumann*

A LAW CORPORATION

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LOS ANGELES, CALIFORNIA 90067-2516
(310) 553-8844 • FACSIMILE (310) 553-5165
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March 31, 2003

OF COUNSEL
HAROLD WEINSTOCK*
JEFFREY FORER**

BRIAN G. MANION (1922-1997)

*CERTIFIED SPECIALIST TAXATION LAW
**CERTIFIED SPECIALIST ESTATE PLANNING
TRUST & PROBATE LAW
THE STATE BAR OF CALIFORNIA
BOARD OF LEGAL SPECIALIZATION

Florida Secretary of State
Corporation Division
P.O. Box 6327
Tallahassee, Florida 32314

Re: ONSTAFF

Dear Madam or Sir:

Enclosed is an original and one copy of *Transmittal Letter and Application by Foreign Corporation for Withdrawal* regarding the above referenced corporation, together with our check in the sum of \$35.00 to cover the filing fee.

Please file the original, date stamp the copy of the *Transmittal Letter and Application by Foreign Corporation for Withdrawal* to indicate your receipt, and return it to us in the self-addressed envelope also enclosed for your convenience.

Please return any and all correspondence concerning this matter to the address on the letterhead.

Thank you for your attention and cooperation in this matter.

Sincerely,



Tia A. Lopez
Paralegal to Louis A. Reisman

/tal
Enclosure

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Onstaff Inc.
(Name of Corporation)

California
(Incorporated Under Laws Of)

FILED
STATE
SECRETARY OF CORPORATION
2003 APR -4 PM 3:25
DIVISION OF CORPORATIONS

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

Weinstock, Manion, Reisman, Shore & Neumann - 1875 Century Park East, Suite 1500
(Mailing Address)

Los Angeles, California 90067
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



PRESIDENT

Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Title

JEFFREY EVANS

Typed or printed name

3-14-03
Date