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Division of Corporations

**F03000004838**

Florida Department of State  
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**FOREIGN PROFIT QUALIFICATION**

TCFC Employment, Inc.

Certificate of Status	0
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Page Count	05
Estimated Charge	\$70.00

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9-29-03

## 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. TCFC Employment, 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 3. 61-1456742  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 9, 2003 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. 9399 W. Higgins Road, Suite 600, Rosemont, Illinois 60018  
(Principal office address)  
9399 W. Higgins Road, Suite 600, Rosemont, Illinois 60018  
(Current mailing address)
8. payroll services  
(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  
(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.*

By:  CT Corporation System  
Jeffrey R. Graves  
Assistant Secretary  
(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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## 12. Names and business addresses of officers and/or directors:

## A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_Director: Keith A. VanDammeAddress: 9399 W. Higgins Road, Suite 600, Rosemont, IL 60018  
\_\_\_\_\_Director: Mitchell F. VernickAddress: 9399 W. Higgins Road, Suite 600, Rosemont, IL 60018  
\_\_\_\_\_

## B. OFFICERS

President: Keith A. VanDammeAddress: 9399 W. Higgins Road, Suite 600, Rosemont, IL 60018  
\_\_\_\_\_Vice President: Mark FranchinaAddress: 9399 W. Higgins Road, Suite 600, Rosemont, IL 60018  
\_\_\_\_\_Secretary: Vincent E. HilleryAddress: 9399 W. Higgins Road, Suite 600, Rosemont, IL 60018  
\_\_\_\_\_Treasurer: Please See Attached for Additional Officers and Directors

Address: \_\_\_\_\_

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

13. Mary F. Krakowski  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Mary F. Krakowski, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

APPROVED  
AND  
FILED

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TOPEC EMPLOYMENT, INC.

1000 W. Higgins Road, Suite 600  
Rosemont, IL 60018

NAME

OFFICE

BUSINESS ADDRESS

OFFICERS

Keith A. Vandamme	President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
William D. Keiper	Executive Vice President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Rosario A. Pennelli	Executive Vice President & CEO	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Vincent E. Hilbery	General Counsel, Secretary & Executive Vice President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Mary R. Krakowski	Assistant Secretary	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
John J. Mohr	Senior Vice President - Tax	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Mary Taiber	Vice President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Mark Tranchida	Vice President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018

DIRECTORS

Mitchell F. Verrick	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Rosario A. Pennelli	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Keith A. Vandamme	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018

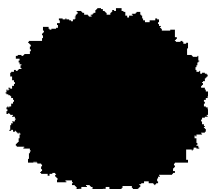
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TCFC EMPLOYMENT, 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-SIXTH DAY OF SEPTEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2656536

DATE: 09-26-03