

F030000050P9

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(City/State/Zip/Phone #)

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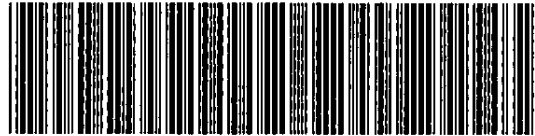
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FILED  
10 MAY -4 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Roberts MAY 06 2010

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** WillStaff, Inc.  
Name of Corporation

**DOCUMENT NUMBER:** F03000005089

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Samuel S. Crocker  
Name of Contact Person

Advantage Human Resourcing, Inc.  
Firm/Company

9703 Richmond Avenue, Suite 200  
Address

Houston, TX 77042  
City/State and Zip Code

Samuel.Crocker@advantageresourcing.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Samuel S. Crocker at ( 713 ) 361.7551  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &  
Certificate of Status



\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)



\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**

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

**Street Address:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F03000005089

(Document number of corporation (if known))

1. WillStaff, Inc.  
(Name of corporation as it appears on the records of the Department of State)

2. DELAWARE  
(Incorporated under laws of)

3. 10/13/03  
(Date authorized to do business in Florida)

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10 MAY - 4 PM 2:29  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 2/16/10

5. Advantage Human Resourcing, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

\_\_\_\_\_  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Samuel S. Crocker

(Typed or printed name of person signing)

Samuel S. Crocker  
(Title of person signing)

General Counsel + Secretary

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "WILLSTAFF, INC.", CHANGING ITS NAME FROM "WILLSTAFF, INC." TO "ADVANTAGE HUMAN RESOURCING, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF FEBRUARY, A.D. 2010, AT 10:27 O'CLOCK A.M.

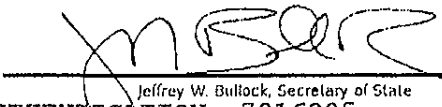
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

3655060 8100

100145749

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7816285

DATE: 02-17-10

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:31 AM 02/16/2010  
FILED 10:27 AM 02/16/2010  
SRV 100145749 - 3655060 FILE

CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF  
WILLSTAFF, INC.

WillStaff, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware, hereby certifies on this 15th day of February, 2010, that:

1. The Board of Directors of the Corporation duly adopted the following resolution in accordance with the provisions of the General Corporation Law of the State of Delaware, Section 141 and Section 242:

RESOLVED, that the Board of Directors hereby declares it advisable and in the best interests of the Corporation that Article FIRST of the Certificate of Incorporation of the Corporation be amended to read as follows:

**FIRST.** The name of the Corporation is Advantage Human Resourcing, Inc.

2. This amendment to the Certificate of Incorporation of the Corporation has been duly adopted by the holders of a majority of the issued and outstanding shares of the Corporation's common stock, \$0.01 par value per share, in accordance with the provisions of General Corporation Law of the State of Delaware Section 242, such holders being all of the holders of the Corporation's capital stock entitled to vote thereon.

IN WITNESS WHEREOF, this Certificate of Amendment of the Certificate of Incorporation has been executed by Jonathan T. Mann, the Assistant Secretary of the Corporation, as of the date first written above.

WILLSTAFF, INC.

By: \_\_\_\_\_

Name: Jonathan T. Mann

Title: Assistant Secretary