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MERGER OR SHARE EXCHANGE DIAMOND STAFFING SERVICES, INC.

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<u>ARTICLES OF MERGER</u>

(Profit Corporations)

Marion of the Constitutions of the Constitution of the Constitutio The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes. First: The name and jurisdiction of the surviving corporation: Name: <u>Jurisdiction</u> Document Number (If known/applicable) F10000004573 Diamond Staffing Services, Inc. Delaware Second: The name and jurisdiction of each merging corporation: Name Jurisdiction Document Number (If known/applicable) P080000107559 Tri-Diamond Staffing Inc. Florida Third: The Plan of Merger is attached. Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State. OR ____/ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.) Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT) The Plan of Merger was adopted by the shareholders of the surviving corporation on January 10, 2011. The Plan of Merger was adopted by the board of directors of the surviving corporation on ___ and shareholder approval was not required. Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT) The Plan of Merger was adopted by the shareholders of the merging corporation(s) on January 10, 2011, The Plan of Merger was adopted by the board of directors of the merging corporation(s) on and shareholder approval was not required.

(Attach additional sheets if necessary)

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P.6

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
Tri-Diamond Staffing Inc. Diamond Staffing Services, Inc.	Day H. Mest	Robert Cassera, President and Director Jay Schecter, Chief Executive Officer, Secretary and Director

[FL Articles of Merger]

C061427/0315236/1609826.2

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

Name	<u>Jurisdiction</u>	
Diamond Staffing Services, Inc.	Delaware	
Second: The name and jurisdiction of each	merging corporation:	
Name	<u>Jurisdiction</u>	
Tri-Diamond Staffing Inc.	Florida	
		•
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Third: The terms and conditions of the merger are as follows:

First: The name and jurisdiction of the surviving corporation:

Tri-Diamond Staffing Inc. will merge with and Into Diamond Staffing Services, Inc., with Diamond Staffing Services, Inc. surviving. Generally, at the effective time of the merger, all the property, rights, privileges, powers, immunities and franchises of Tri-Diamond Staffing Inc. and Diamond Staffing Services, Inc. will vest in Diamond Staffing Services, Inc. as the surviving corporation, and all the debts, liabilities, obligations and duties of Tri-Diamond Staffing Inc. and Diamond Staffing Services, Inc. will become the debts, liabilities, obligations and duties of Diamond Staffing Services, Inc. as the surviving corporation.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Each share of common stock of Tri-Diamond Staffing Inc. held in treasury by Tri-Diamond Staffing Inc. or by any of its subsidiaries shall be extinguished and cancelled without payment of any consideration (see attached for continuation)

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

N/A

<u>OR</u>

Restated articles are attached:

N/A

Other provisions relating to the merger are as follows:

Plan of Merger

Fourth (continued):

with respect thereto at the effective time of the merger. 100% of the common stock of Tri-Diamond Staffing Inc., issued and outstanding immediately prior to the effective time of the merger, shall be converted into and represent the right to receive 29,411,765 shares of common stock, par value \$0.0001 per share, of Corporate Resource Services, a Delaware corporation.