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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Talent Tree Staffing Services, Inc.
changing its name to:

TTSS, Inc.

Cf. 35

FILED
9 APR 14 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Profit
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None
Change

File List

CR2E031 (1-89)

De 3-14-97

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANACT BUSINESS IN
FLORIDA**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Talent Tree Staffing Services, Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: New York
3. Date authorized to do business in Florida: January 20, 1995

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?

February 21, 1997

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated", or appropriate abbreviation, if not contained in new name of the corporation:

TTSS, Inc.

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

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

Vincent E. Cook

Signature

Name and Title Vincent E. Cook
Vice President, Secretary & Treasurer

March 6, 1997

Date

State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of TTSS, INC. was filed on 06/23/1986, under the name of J.S.D. USA INC., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

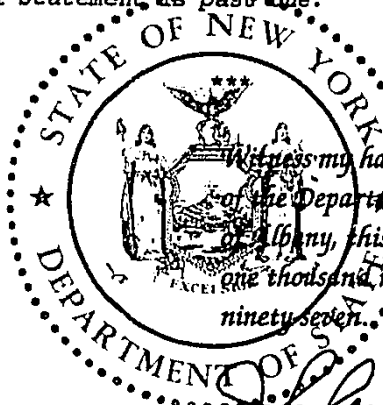
A Certificate of Amendment J.S.D. USA INC., changing name to HESTAIR COMPUTER GROUP INC., was filed 07/29/1987.

A Certificate of Amendment HESTAIR COMPUTER GROUP INC., changing name to TALENT TREE STAFFING SERVICES, INC., was filed 12/29/1995.

A Certificate of Amendment TALENT TREE STAFFING SERVICES, INC., changing name to TTSS, INC., was filed 02/21/1997.

The Corporation Biennial Statement is past due.

STATE OF NEW YORK
DEPARTMENT OF STATE
Witness my hand and the official seal
of the Department of State at the City
of Albany, this 15th day of March
one thousand nine hundred and
ninety seven.



J. Leub

Special Deputy Secretary of State