

F9500004802

Quarles / Brady

Writer's Direct Dial:
(602) 230-5530

File Number:
310471.20302

September 29, 1995

VIA OVERNIGHT COURIER

State of Florida
Department of State
Division of Corporations
Qualification and Registration Section
409 E. Gaines Street
Tallahassee, Florida 32399

10-5
5.00001600295
-10/04/95--01019--002
****131.25 ****131.25

*Same principle as
F95-998*

Re: Application for Authorization to Transact Business
Employee Solutions of Florida, Inc.

Ladies and Gentlemen:

Enclosed for filing on behalf of Employee Solutions of Florida, Inc. (the "Applicant"), are the following documents:

1. Duplicate copies of an Application by Foreign Corporation for Authorization to Transact Business in Florida executed by Marvin D. Brody, Chairman of the Board of the Applicant and by CT Corporation System, accepting the appointment as the Applicant's registered agent in Florida.
2. One Certificate of Good Standing issued by the Nevada Secretary of State indicating the status of the Applicant.
3. This firm's check in the amount of \$131.25, to cover the filing, registered agent designation, certified copy and certificate of status fees.

FILED
SECTION 7
95 OCT -2 11 7:27

Division of Corporations
September 29, 1995
Page 2

4. Employee Solutions of Florida, Inc. is a wholly owned subsidiary of Employee Solutions, Inc., a Delaware corporation qualified to do business in Florida. Enclosed is a photocopy of the Application for Authority of Employee Solutions, Inc.

When filed, please forward the letter of acknowledgement evidencing the qualification of the Applicant to the undersigned at the address set forth above. Please also forward a certified copy of the application qualification and a certificate of status to me. A return FEDEX envelope is enclosed for your use in returning the materials to me. If you need assistance, please call me collect at 602/230-5530. Thank you for your assistance.

Very truly yours,


Patricia M. Fairfield
Legal Assistant

PMF/jjm
Enclosures

cc: (w/enclosures)
Mr. Roy Flegenheimer
Ms. Sandra DuPont, CPA
Paul M. Gales, Esq.

**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. EMPLOYEE SOLUTIONS OF FLORIDA, INC.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. NEVADA
(State or country under the law of which it is incorporated)

3. SEPTEMBER 8, 1995 4. PERPETUAL
(Date of Incorporation) (Duration)

5. 86-0802394
(Federal Employer Identification number, if applicable)

6. UPON QUALIFICATION
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 2929 E. CAMELBACK ROAD, SUITE 220, PHOENIX, AZ 85016
(Current mailing address)

8. EMPLOYEE LEASING SERVICES
(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: Marvin D. Brody
Address: 2929 E. Camelback, Suite 220
Phoenix, Arizona 85016

Vice Chairman: _____
Address: _____

Director: Harvey A. Belfer
Address: 2929 E. Camelback, Suite 220
Phoenix, Arizona 85016

Director: _____
Address: _____

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SECRETARY OF STATE
OCT - 2 11 7:30
PHOENIX

B. Officers:

President: Harvey A. Belfer
Address: 2929 E. Camelback, Suite 220
Phoenix, Arizona 85016

Vice President: Roy Fleggenheimer
Address: 2929 E. Camelback, Suite 220
Phoenix, Arizona 85016

Secretary: Todd Belfer
Address: 2929 E. Camelback, Suite 220
Phoenix, Arizona 85016

Treasurer: Roy Fleggenheimer
Address: 2929 E. Camelback, Suite 2929
Phoenix, Arizona 85016

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: CT Corporation System
Office Address: 1200 S. Pine Island Road,
Plantation, Florida 33324
Zip Code

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.

C T CORPORATION SYSTEM

Cindy L. Parrinello
(Registered agent's signature) (Officer)

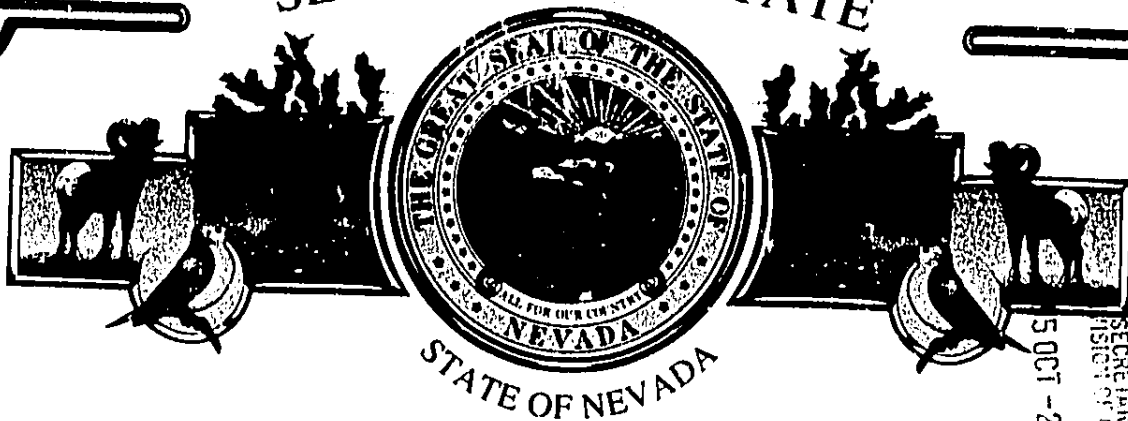
Cindy L. Parrinello, Sp. Asst. Secy.
(Type Name and Title of Officer)

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.

13. Marvin D. Brody
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. MARVIN D. BRODY, CHAIRMAN OF THE BOARD
(Name and capacity of person signing application)

SECRETARY OF STATE



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
5 OCT -2 AM 7:30

CERTIFICATE OF CORPORATE EXISTENCE (EXCLUDING AMENDMENTS)

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **EMPLOYEE SOLUTIONS OF FLORIDA, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith, is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, this 28th day of September, 1995

Dean Heller

Secretary of State

By

Eric Galt

Certification Clerk

Document Number Only

F95000004802

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

RECEIVED 11 15 46
TALLAHASSEE FLORIDA

Employee Solutions of Florida, Inc.

changing its name to:

Logistics Personnel Corp.

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☒ Pick Up

☐ Mail Out

Name

Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPIES
FILE STAMPED

8-2
Added
capacity
per Tamara

8/2
Name
Change

CR2E031 (1-89)

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

SECTION I (1-3 must be completed)

1. EMPLOYEE SOLUTIONS OF FLORIDA, INC.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Nevada
3. Date authorized to do business in Florida: October 2, 1995

95 AUG -2 PM 2:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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?

July 29, 1996

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

LOGISTICS PERSONNEL CORP.

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.

Marvin D. Brody
Signature

Name and Title

Marvin D. Brody
Chairman

7/31/96

Date

SECRETARY OF STATE



CERTIFICATE OF NAME CHANGE

I, DEAN HELLER, the duly qualified and elected Nevada Secretary of State, do hereby certify that on July 29, 1996 a Certificate of Amendment to its Articles of Incorporation changing the name to **LOGISTICS PERSONNEL CORP.** was filed in this office by **EMPLOYEE SOLUTIONS OF FLORIDA, INC..** Said change of name has been made in accordance with the laws of the State of Nevada and that said Certificate of Amendment is now on file and of record in this office.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on July 30, 1996.

Dean Heller

Secretary of State

By *J. Shumaker*
Certification Clerk