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F960000006190

ACCOUNT NO. : 072100000032

REFERENCE : 168088 81501A

AUTHORIZATION *Patricia Poynt*
COST LIMIT : \$ 70.00

ORDER DATE : November 26, 1996

ORDER TIME : 10:02 AM

ORDER NO. : 168088-005

CUSTOMER NO: 81501A

400002014174--9

CUSTOMER: Mr. Howard A. Levine
Lawrence A. Levine, Esq
Suite A-106
4300 N. University Drive
Ft. Lauderdale, FL 33351

FOREIGN FILINGS

NAME: BUDGET TEMPORARIES
INCORPORATED

XXXX QUALIFICATION (TYPE: CQ)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 26 AM 11:25

9/11/26

RECEIVED
96 NOV 26 AM 10:50
DIVISION OF CORPORATION

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

IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. BUDGET TEMPORARIES, 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 as presented.)

2. MARYLAND 3. 52-1905045
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/11/94 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 11/25/96
(Date first transacted business in Florida. (SEE SECTIONS 607.1301, 607.1302, AND 617.135, F.S.))

7. BUDGET TEMPORARIES INCORPORATED

100 CLEMWOOD STREET SALISBURY, MD 21804
(Current mailing address)

8. TEMPORARY EMPLOYMENT & PAYROLL SERVICE.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Lawrence A. Levine, P.A.

Office Address: 4300 N. University Drive - A-106

Ft. Lauderdale, Florida, 33351

(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 the position as registered agent.


(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 addresses of officers and/or directors (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: ROBERT A. LEONEAddress: 27839 RIVERSIDE DRIVESALISBURY, MD 21801Vice Chairman: GISELA LEONEAddress: 27839 RIVERSIDE DRIVESALISBURY, MD 21801

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: GISELA LEONEAddress: 27839 RIVERSIDE DRIVESALISBURY, MD 21801Vice President: GISELA LEONEAddress: 27839 RIVERSIDE DRIVESALISBURY, MD 21801Secretary: GISELA LEONEAddress: 27839 RIVERSIDE DRIVESALISBURY, MD 21801Treasurer: ROBERT A. LEONEAddress: 27839 RIVERSIDE DRIVESALISBURY, MD 21801

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

GISELA LEONE, PRESIDENT

(Typed or printed name and capacity of person signing application)

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STATE OF MARYLAND

490544

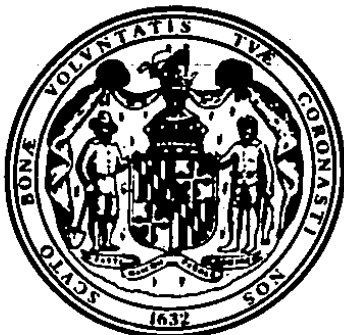
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, BRENDA A. WALKER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT BUDGET TEMPORARIES, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 21ST DAY OF NOVEMBER, 1996.


BRENDA A. WALKER
ADMIN SPECIALIST II