

F98000000/526

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

900002428309--6
-02/12/98--01015--001
****236.25 *****78.75

SUBJECT: Efficiency, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Amy L. Freeland

(Name of Person)

Productivity Partners, Inc.

(Firm/Company)

9600 West Sample Road, Suite 404

(Address)

Coral Springs, FL 33065

(City/State/Zip)

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DIVISION OF CORPORATIONS

Should you need to call someone concerning this matter, please call:

Amy Freeland

(Name of Person)

at (954) 344-8355

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 12, 1998

AMY L. FREELAND
PRODUCTIVITY PARTNERS, INC.
9600 W. SAMPLE RD., STE. 404
CORAL SPRINGS, FL 33065

SUBJECT: EFFICIENCY, INC.
Ref. Number: W98000003179

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We have received your document for EFFICIENCY, INC. and your check(s) totaling \$236.25. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 398A00008218

**Berger
Davis &
Singer**
man
Professional Association

100 N.E. Third Avenue Suite 400
Fort Lauderdale, Florida 33301
Phone: 954.525.9900
Fax: 954.523.2872

Robin L. Goldston
954.525.9900
email at:
rgoldston@bdsllaw.com

March 16, 1998

Ms. Jennifer Sindt
Document Examiner
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Efficiency, Inc.
Ref. Number: W98000003179
Letter Number: 398A00008218

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Dear Ms. Sindt:

Pursuant to your letter dated February 12, 1998, a copy of which is enclosed, regarding the qualification of Efficiency, Inc., a Delaware corporation, in Florida, enclosed is a Resolution of the Board of Directors adopting the name "Hirelogic, Inc.," for use in the State of Florida.

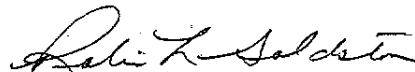
Also enclosed is an Affidavit with regard to Item 6 of Efficiency, Inc.'s, original Application by Foreign Corporation for Authorization to Transact Business in Florida.

Please return a "filed" copy of the Application to the undersigned.

If you have any questions or need additional information, please do not hesitate to call.

Sincerely,

BERGER DAVIS & SINGERMAN



Robin L. Goldston
Legal Assistant

Enc.

cc: Mr. Richard F. Hermanns
Nick Jovanovich, Esq.

AFFIDAVIT

STATE OF FLORIDA)
COUNTY OF BROWARD)

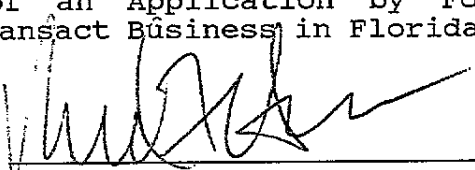
BEFORE ME, an officer authorized to administer oaths, personally appeared RICHARD F. HERMANNNS, President of EFFICIENCY, INC., a Delaware corporation (the "Corporation"), who, first being duly sworn, deposes and says:

1. The Corporation attempted to file an Application by Foreign Corporation for Authorization to Transact Business in Florida on February 12, 1998 ("Application"), a copy of which is attached hereto.

2. Item 6 of the Application was erroneously stated as October 1, 1997.

3. The Corporation has conducted no business in Florida.

4. The Corporation anticipates that it will commence transacting business in Florida on or about April 30, 1998, but in no event prior to the filing of an Application by Foreign Corporation for Authorization to Transact Business in Florida with the Florida Department of State.



RICHARD F. HERMANNNS
President of Efficiency, Inc.,
a Delaware corporation

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

Sworn to and subscribed before me this 6 day of March, 1998, by RICHARD HERMANNNS of EFFICIENCY, INC., a Delaware Corporation, on behalf of the Corporation.

(☒) Personally known to me; or

() Produced Identification; Type of Identification produced _____

NOTARY PUBLIC:

Sign:  Della J. Patron
Print Name: _____ MY COMMISSION # C6834124 EXPIRES
Commission No.: _____ March 30, 2001
My Commission Expires: _____ BONDED THROUGH TROY FARM INSURANCE, INC.

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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned RICHARD F. HERMANNS, do hereby certify
(Name)

that this Resolution of the Board of Directors of EFFICIENCY, INC.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of DELAWARE,

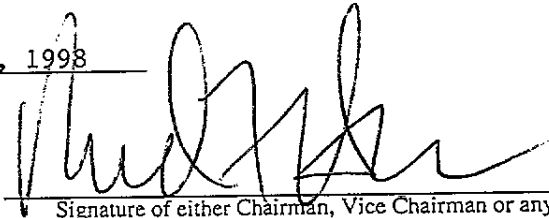
was duly adopted on MARCH 6, 19 98.

Be it resolved, that EFFICIENCY, INC.,
(Corporate Name)

organized and existing in the State of DELAWARE, hereby adopts the name

HIRELOGIC, INC. for use in Florida.

Dated: MARCH 6, 1998



Signature of either Chairman, Vice Chairman or any officer

RICHARD F. HERMANNS, PRESIDENT

Type or print name

**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. Efficiency, 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 at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 65-0782584
(FEI number, if applicable)
4. 9/17/97
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 10/1/97
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 9600 West Sample Road, Suite 404
Coral Springs, FL 33065
(Current mailing address)

8. Temporary Employment Agency
(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)**

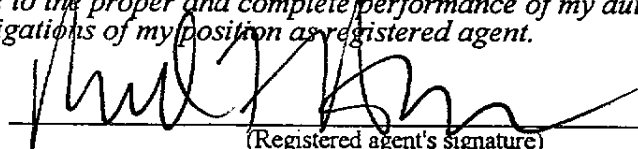
Name: Richard F. Hermanns

Office Address: 9600 West Sample Road, Suite 404

Coral Springs, Florida, 33065
(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 my 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: Richard F. Hermanns

Address: 9600 West Sample Road, Suite 404

Vice Chairman: Richard F. Hermanns

Address: _____

Director: Louis Soscia

Address: 9600 West Sample Road, Suite 404

Coral Springs, FL 33065

Director: Samuel Dewight Hill

Address: 9600 West Sample Road, Suite 404

Coral Springs, FL 33065

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

President: Samuel Dewight Hill

Address: _____

Vice President: Richard F. Hermanns

Address: same as above

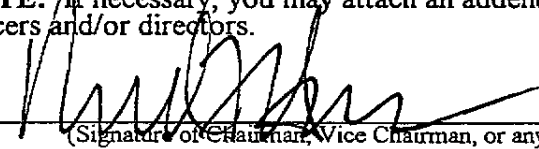
Secretary: Richard F. Hermanns

Address: same as above

Treasurer: Richard F. Hermanns

Address: same as above

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. Richard F. Hermanns, Vice President, Chairman
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
98 MAR 13 AM 9:38

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EFFICIENCY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF FEBRUARY, A.D. 1998.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 18 AM 9:38



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8902975

DATE:

02-04-98