

Document Number Only  
**F980000003461**

C T CORPORATION SYSTEM  
 660 East Jefferson Street  
 Requestor's Name  
 Tallahassee, Florida 32301  
 Address  
 (850) 222-1092  
 City State Zip Phone

500002562885--5  
 -06/17/98--01099--001  
 \*\*\*\*\*52.50 \*\*\*\*\*52.50

CORPORATION(S) NAME

500002562885--5  
 -06/17/98--01057--016  
 \*\*\*\*\*70.00 \*\*\*\*\*70.00

*NyHemps Inc.*

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
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 TALLAHASSEE FLORIDA  
 DIVISION OF CORPORATION

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Thanks, Melanie

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**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. NYLTEMPS 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. 13-3638736 (FEI number, if applicable)

4. September 30, 1991 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 51 Madison Avenue, New York, New York 10010  
(Current mailing address)

8. Provide temporary employment services.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

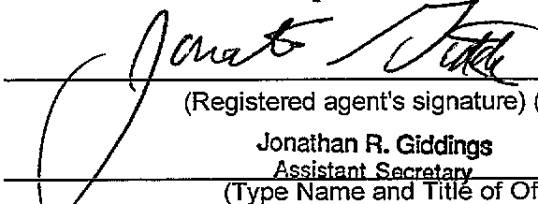
9. Name and street address of Florida registered agent:

Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

  
(Registered agent's signature) (Officer)  
**Jonathan R. Giddings**  
Assistant Secretary  
(Type Name and Title of Officer)

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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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: see attached list of directors \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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B. OFFICERS

President: see attached list of officers \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

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. Catherine A. Marrion, Secretary

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

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of  
NYLTEMPS INC.**

---

1. Lynne M. Cohn  
51 Madison Avenue  
New York, New York 10010
2. Angela Coleman  
51 Madison Avenue  
New York, New York 10010
3. Clara B. Grosso  
51 Madison Avenue  
New York, New York 10010
4. Richard A. Hansen  
51 Madison Avenue  
New York, New York 10010
5. George J. Trapp  
51 Madison Avenue  
New York, New York 10010

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of  
NYLTEMP INC.**

---

1. Clara B. Grosso, Vice President  
51 Madison Avenue  
New York, New York 10010
2. Richard A. Hansen, President  
51 Madison Avenue  
New York, New York 10010
3. George J. Trapp, Chairman  
51 Madison Avenue  
New York, New York 10010
4. Jay S. Calhoun, Vice President and Treasurer  
51 Madison Avenue  
New York, New York 10010
5. Catherine A. Marrion, Secretary  
51 Madison Avenue  
New York, New York 10010
6. Edward T. Pilner, Assistant Treasurer  
51 Madison Avenue  
New York, New York 10010
7. Christopher Pinchiaroli, Assistant Secretary  
51 Madison Avenue  
New York, New York 10010
8. Richard Zuccaro, Tax Vice President  
51 Madison Avenue  
New York, New York 10010
9. John A. Cullen, Controller  
51 Madison Avenue  
New York, New York 10010

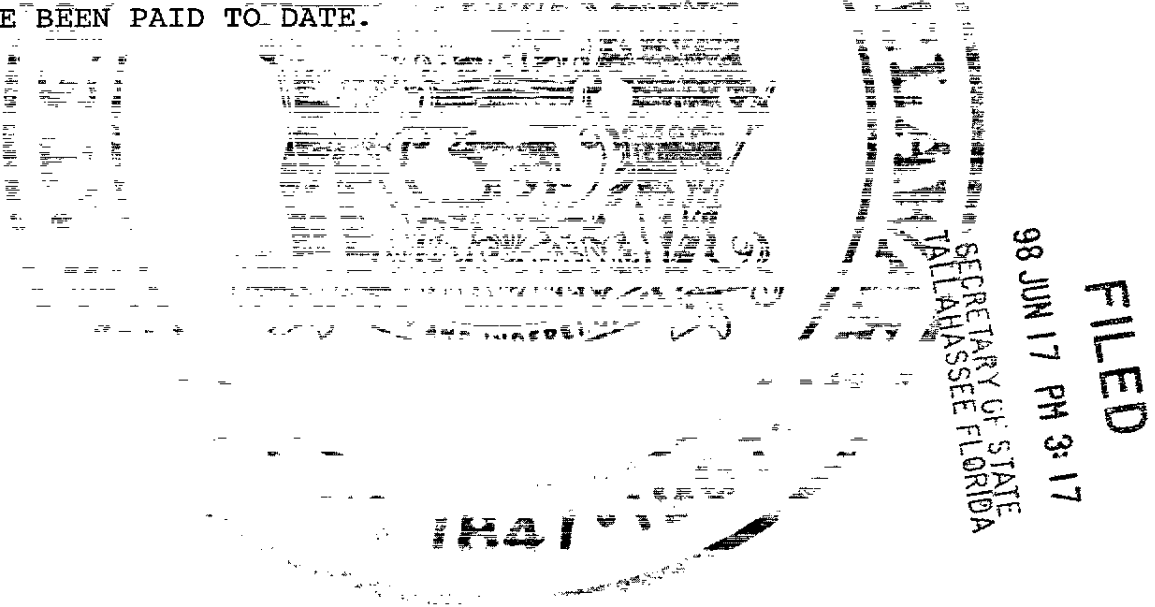
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NYLTEMPS 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 FIFTEENTH DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9137165

DATE:

06-15-98