F98000006037

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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City State Zip Phone

700002675667--9
-10/29/98--01056--018
*****70.00 *****70.00

CORPORATION(S) NAME

AdminiStaff of Texas, Inc.

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DIVISION OF CORPORATIONS
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(X) Profit
( ) NonProfit
( ) Limited Liability Co.
(X) Foreign

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( ) Dissolution/Withdrawal

( ) Merger
( ) Mark

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( ) Annual Report
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JEFFREY D. BUTTERFIELD

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. Administaff of Texas, 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. Applied For
(FEI number, if applicable)

4. October 7, 1998
(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. 19001 Crescent Springs Drive
Kingwood, Texas 77339
(Current mailing address)

8. to engage in any lawful act or activity for which corporations may be organized under the laws of the States of Delaware and Florida.
(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)

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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

Jennifer McBurnett
(Registered agent's signature) (Officer)

Jennifer McBurnett, Asst. Secretary
(Type Name and Title of Officer)

(FL - 2189 - 11/16/94)
CT System

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: Paul J. Sarvadi

Address: 19001 Crescent Springs Drive

Kingwood, Texas 77339

Vice Chairman:

Address:

Director: Richard G. Rawson

Address: 19001 Crescent Springs Drive

Kingwood, Texas 77339

Director: John H. Spurgin, II

Address: 19001 Crescent Springs Drive

Kingwood, Texas 77339

B. OFFICERS

President: Paul J. Sarvadi

Address: 19001 Crescent Springs Drive

Kingwood, Texas 77339

Vice President: Richard G. Rason, John H. Spurgin, II, Samuel G. Larson, David Dickson

Address: 19001 Crescent Springs Drive

Kingwood, Texas 77339

Secretary: John H. Spurgin, II

Address: 19001 Crescent Springs Drive

Kingwood, Texas 77339

Treasurer: Richard G. Rawson

Address: 19001 Crescent Springs Drive

Kingwood, Texas 77339

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

13. John H. Spurgin
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John H. Spurgin, II, Vice President-Legal, General Counsel and Secretary
(Typed or printed name and capacity of person signing application)

(FLA. 2189)

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADMINISTAFF OF TEXAS, 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 TWENTY-THIRD DAY OF OCTOBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

THE GREAT SEAL OF THE STATE OF DELAWARE

LIBERTY AND INDEPENDENCE

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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 9370242

DATE: 10-23-98

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