

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Consolidated Personnel Corp.

(Name of corporation - must include suffix)

Dear Sir or Madam:

3000002729593--7
-01/04/99--01126--001
*****70.00 *****70.00

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

Douglas J. Crowell

(Name of Person)

Consolidated Personnel Corp.

(Firm/Company)

14528 South Outer 40 Rd., Suite 210

(Address)

Chesterfield, MO 63017

(City/State/Zip)

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DIVISION OF CORPORATIONS

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

Tom Shipton

(Name of Person)

at

(314) 997-2100 Ext. 314

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
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

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. Consolidated Personnel Corp.
(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. Missouri 3. 43-1412670
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 27, 1986 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 14528 South Outer 40 Rd., Suite 210
Chesterfield, MO 63017
(Current mailing address)
8. Provide transportation services to manufacturers and retailers
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

Laura L. Durr
(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.

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: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

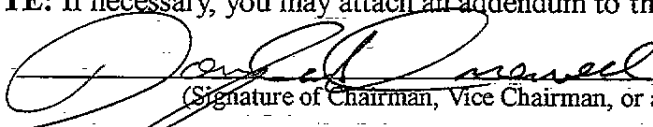
Address: _____

Treasurer: _____

Address: _____

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

13.  12/27/91
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Douglas J. Crowell, Vice President
(Typed or printed name and capacity of person signing application)

CONSOLIDATED PERSONNEL CORPORATION

Officers & Directors:

John T. Bickel, President/Treasurer
14528 South Outer 40 Road, Suite 210
Chesterfield MO 63017

Director

Douglas J. Crowell, VP/CFO
14528 South Outer 40 Road, Suite 210
Chesterfield MO 63017

Daniel H. LeGear, Secretary
14528 South Outer 40 Road, Suite 210
Chesterfield MO 63017

Director

John H. Dowell, VP
14528 South Outer 40 Road, Suite 210
Chesterfield MO 63017

Director

Daniel B. Moroski, VP
14528 South Outer 40 Road, Suite 210
Chesterfield MO 63017

Director

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STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF CORPORATE GOOD STANDING

I, REBECCA McDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE AND IN MY CARE AND CUSTODY REVEAL THAT
CONSOLIDATED PERSONNEL CORP.

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 27TH DAY OF MAY, 1986, AND IS IN GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, - I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 10TH DAY OF DECEMBER, 1998.

Rebecca McDowell Cook
Secretary of State



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SECRETARY OF STATE
DIVISION OF CORPORATIONS