



THE UNITED STATES
CORPORATION
COMPANY

F99000000583

ACCOUNT NO. : 072100000032

REFERENCE : 114501 5046676

AUTHORIZATION : Patricia Pigute

COST LIMIT : \$ 70.00

ORDER DATE : January 27, 1999

ORDER TIME : 3:37 PM

ORDER NO. : 114501-010

CUSTOMER NO: 5046676

000002759650--1

CUSTOMER: Ms. Philicia G. Levinson
Headway Corporate Resources,
850 Third Avenue
11th Floor
New York, NY 10022

FOREIGN FILINGS

NAME: HEADWAY CORPORATE STAFFING
SERVICES OF CONNECTICUT, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 29 AM 8:50

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RECEIVED
99 JAN 29 PM 4:43
DIVISION OF CORPORATIONS

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

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:*

1. Headway CORPORATE STAFFING SERVICES OF
(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. CONNECTICUT, INC.
2. Delaware 3. 06-1495553
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/16/97 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON FILING
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 10 UNIVAC LANE
WINDSOR, CONNECTICUT 06095
(Current mailing address)
8. TEMPORARY STAFFING
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip Code)

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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.*

Corporation Service Company,
By: Vicki Schreiber
(Registered agent's signature)
Vicki Schreiber, Asst. V.P.

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) *Sheet attached*

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Gary S Goldstein

Address: 850 Third Ave

New York, NY 10022

Director: Barry S Roseman

Address: 850 Third Ave

New York, NY 10022

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

President: Michael List

Address: 317 Madison Ave

New York, NY 10017

Vice President: Michael Russell & James Roberts

Address: 10 Univac Lane

Windsor, CT 06095

Secretary: Phylicia G Levinson

Address: 850 Third Ave

New York, NY 10022

Treasurer: Barry S Roseman

Address: 850 Third Ave.

New York, NY 10017

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. Phylicia G Levinson, Secretary

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

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HEADWAY CORPORATE STAFFING SERVICES OF CONNECTICUT, INC.
d.ba. EDR Associates
d.b.a. Headway Technology Resources

10 Univac Lane
Windsor, CT 06095

Incorporated in Delaware on Sept. 16, 1997

Employer I.D. Number: 06-1495553

Board of Directors

Gary S. Goldstein
Barry S. Roseman
Michael List

Officers

Michael List, President
James Roberts, Sr. Vice President & COO
Michael Russell, Sr. Vice President
Barry S. Roseman, Treasurer
Phylicia G. Levinson, Secretary

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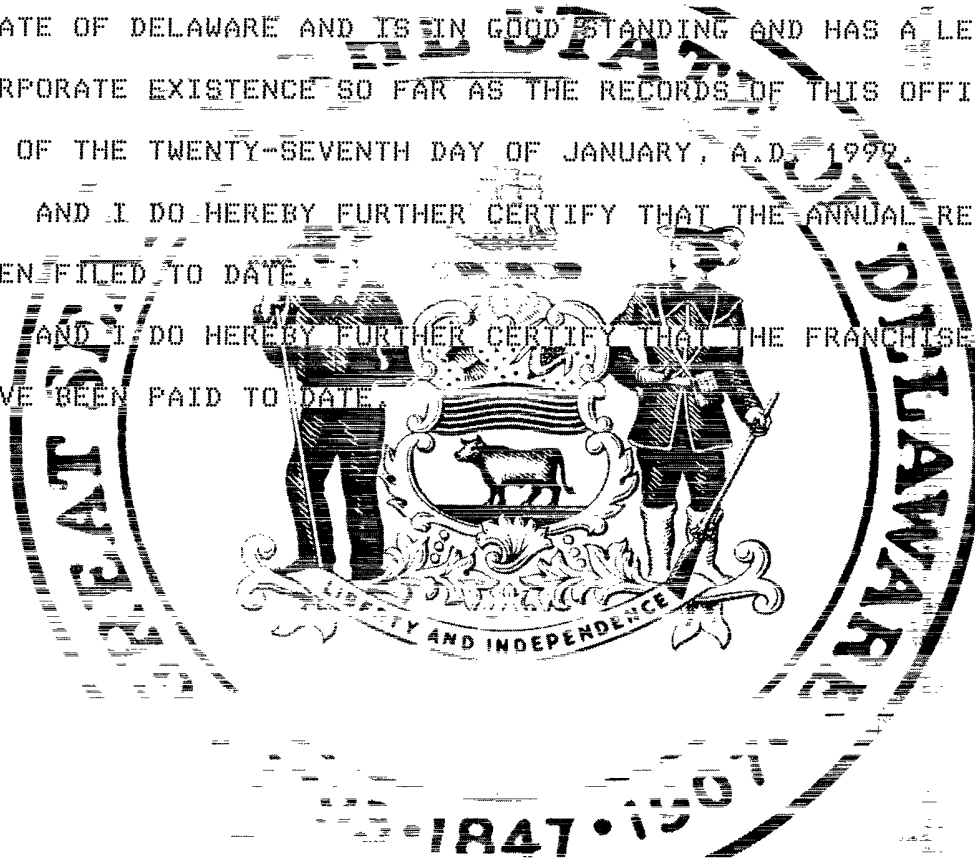
State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEADWAY CORPORATE STAFFING SERVICES OF CONNECTICUT, 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-SEVENTH DAY OF JANUARY, A.D. 1999.

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.



99 JAN 29 AM 8:50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2796726 8300

DATE:

9544236

991033890

01-27-99