

MO2000002206



ACCOUNT NO. : 072100000032

REFERENCE : 711885-4319227

AUTHORIZATION :

COST LIMIT : \$ ~~70.00~~ 125.00

ORDER DATE : August 20, 2002

ORDER TIME : 10:14 AM

ORDER NO. : 711885-010

CUSTOMER NO: 4319227

CUSTOMER: Joan Lancellot, Legal Asst
Spherion Corporation
2050 Spectrum Boulevard

Fort Lauderdale, FL 33309

RECEIVED
02 AUG 21 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

700007250627--5

NAME: SPHERION RECEIVABLES LLC

File
Second

XXXX QUALIFICATION (TYPE: CO)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Availability

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

verifier

EXAMINER: _____

Acknowledgement

W. P. Verifier

MO2000002206

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Spherion Receivables LLC
(Name of foreign limited liability company)

2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 14-1839884
(FEI number, if applicable)

4. July 29, 2002
(Date of Organization)

5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon filing
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 2050 Spectrum Blvd.
Fort Lauderdale, FL 33309
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

See attached rider

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Any and all lawful act
or activity for which limited liability companies may be organized.

Kelly C. Cotton
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Kelly C. Cotton, Assistant Secretary (An authorized representative of
Typed or printed name of signee a member)

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TALLAHASSEE, FLORIDA

Spherion Receivables LLC
Application by Foreign Limited Liability Company
For Authorization to Transact Business in Florida
Item 9

9. The names and usual business addresses of the managing managers are as follows:

Lisa G. Iglesias
2050 Spectrum Blvd.
Fort Lauderdale, FL 33309

Roy G. Krause
2050 Spectrum Blvd.
Fort Lauderdale, FL 33309

Robert E. Livonius
2050 Spectrum Blvd.
Fort Lauderdale, FL 33309

Gilbert B. Warren
103 Springer Building
3411 Silverside Road
Wilmington DE 19810

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Spherion Receivables LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Brian Courtney
Asst. V. Pres.

(Signature)

| | |
|-----------|----------------------------------|
| \$ 100.00 | Filing Fee for Application |
| \$ 25.00 | Designation of Registered Agent |
| \$ 30.00 | Certified Copy (optional) |
| \$ 5.00 | Certificate of Status (optional) |

Delaware

PAGE 1

The First State

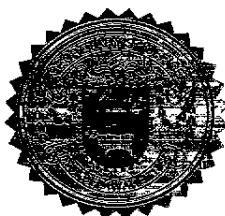
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPHERION RECEIVABLES LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF AUGUST, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SPHERION RECEIVABLES LLC" WAS FORMED ON THE TWENTY-NINTH DAY OF JULY, A.D. 2002.

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

08 AUG 21 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1943997

DATE: 08-20-02