

MO2000003189

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SECRETARY OF ST.
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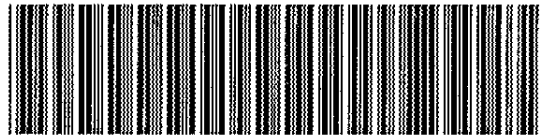
(Business Entity Name)

(Document Number)

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MO2-33803

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 798216 4319227

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 125.00

ORDER DATE : October 28, 2002

ORDER TIME : 10:59 AM

ORDER NO. : 798216-035

CUSTOMER NO: 4319227

CUSTOMER: Ms. Dianne Draizin
Spherion Corporation
2050 Spectrum Boulevard

Fort Lauderdale, FL 33309

FOREIGN FILINGS

NAME: SPHERION ATLANTIC WORKFORCE
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: _____



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 2, 2002

CSC

misspelled

SUBJECT: SPERION ATLANTIC WORKFORCE LLC
Ref. Number: W02000033803

RECEIVED
Please give original
with filing date as file date.

We have received your document for SPERION ATLANTIC WORKFORCE LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The document must contain the names and street addresses of the members or managers of the limited liability company.

THER WAS NO RIDER ATTACHED AS STATED IN SECTION 9.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 602A00064047

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FILING DATE

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

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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 ATLANTIC WORKFORCE LLC
(Name of foreign limited liability company)

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

3. 38-3655595
(FEI number, if applicable)

4. July 24, 2002
(Date of Organization)

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

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

7. 2050 Spectrum Boulevard
Fort Lauderdale, Florida 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:

Human Resource Services

Lisa Iglesias
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.)

Lisa G. Iglesias, Manager

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Cinda Hallman
President/CEO/Manager

2050 Spectrum Boulevard,
Fort Lauderdale, FL 33309

Residential Address:
118 Ponds Lane,
Greenville, DE 19807

Roy G. Krause
Exec. VP/CFO/Manager

2050 Spectrum Boulevard,
Fort Lauderdale, FL 33309

Residential Address:
7601 Marblehead Land
Parkland, FL 33067

Robert E. Livonius
Exec VP/COO/Manager

2050 Spectrum Boulevard,
Fort Lauderdale, FL 33309

Residential Address:
1072 Pine Branch Drive
Fort Lauderdale, FL 33326

Lisa G. Iglesias
VP/Secretary/Manager

2050 Spectrum Boulevard
Fort Lauderdale, FL 33309

Residential Address:
2989 Myrtle Oak Circle
Davie, FL 33382

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 ATLANTIC WORKFORCE 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)

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.

Deborah D. Skipper
(Signature)

Deborah D. Skipper
Asst. V. Pres.

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

Delaware

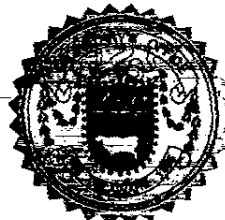
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPHERION ATLANTIC WORKFORCE 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 TWENTY-SIXTH DAY OF NOVEMBER, A.D. 2002.

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

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3551040 8300

AUTHENTICATION: 2113161

020720748

DATE: 11-26-02