

P94000070488

LAW OFFICES
HENRY P. TRAWICK, P.A.

2033 WOOD STREET

SUITE 218

SARASOTA, FLORIDA 34237

TELEPHONE (941) 366-0660

FAX (941) 366-8941

PLEASE REPLY TO:

P. O. BOX 4019

SARASOTA, FLORIDA 34230

August 26, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: PEO Holding, Inc.
CTNY Employee Leasing Company, Inc.

Gentlemen:

I enclose a statement of change of registered office or registered agent for the two designated corporations with our check for \$70.00 to cover the filing fee of each. Please acknowledge these in the usual manner.

Yours very truly,

Henry P. Trawick, Jr.

HPT/wjd
enc.

500002971325--7

-08/26/99--01079--004

*****70.00 *****35.00

FILED
99 SEP 10 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

file date
9-10-99
289

*** FILING FEE: \$35.00 ***

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: PEO-USA, INC.

2. The mailing address of the corporation is: P.O. Box 18299
Sarasota, Florida 34276

3. Date of incorporation/qualification: 09-22-94 Document number: P94000070488

4. The name and address of the current registered agent and office:

Calvert Courtney
2202 6th Street W.
Palmetto, Florida 34221

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

John A. Oster
2801 Fruitville Road, Suite 260
Sarasota, Florida 34237

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

John A. Oster
(Signature of an officer, chairman or vice chairman of the board)

8/20/99
(Date)

John A. Oster, Vice President
(Printed or typed name and title)

8/20/99
(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

John A. Oster
(Signature of Registered Agent)

8/20/99
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
99 SEP 10 PM 3:43
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED SEP 03 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 30, 1999

HENRY P TRAWICK PA
ATTN: HENRY P TRAWICK JR
2033 WOOD ST STE 218
SARASOTA, FL 34237

SUBJECT: CTNY EMPLOYEE LEASING COMPANY, INC.
Ref. Number: P94000070488

We have received your document for CTNY EMPLOYEE LEASING COMPANY, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

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) 487-6908.

Anna Chesnut
Corporate Specialist

Letter Number: 399A00043280

RECEIVED
99 SEP 10 PM 12:33
DIVISION OF CORPORATIONS