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THE PARKER
LAW FIRM, P. A.

ATTORNEYS AT LAW

JULIUS F. PARKER, JR.
CIVIL TRIALS
APPELLATE PRACTICE

2804 REMINGTON GREEN CIRCLE
TALLAHASSEE, FLORIDA 32308

JENNIFER PARKER LAVIA
OF COUNSEL

July 2, 1997

PLEASE REPLY TO
P. O. BOX 14436
TALLAHASSEE, FLORIDA 32317-4436
TELEPHONE (904) 385-4454
FACSIMILE (904) 385-8220

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-07/03/97-01119-005
****122.50 ****122.50

Re: Articles of Incorporation
Western Medical Services of Tallahassee, Inc.

Dear Sir or Madam:

I am enclosing original and one copy of Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for the above-named corporation. Please file the enclosed and forward a certified copy to me in the enclosed addressed, stamped envelope. I request that your acknowledgement letter be addressed to Marisue Daly and R.D. Howells at the corporate address, but that it be mailed to me at the above address for forwarding to them.

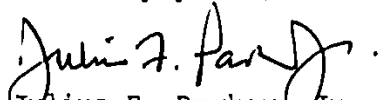
I am also enclosing an original letter, bearing the corporate seal, from Western Staff Services to Office of the Secretary of State indicating that Western USA consents to the filing of the enclosed Articles of Incorporation.

In addition, the corporation's check in the amount of \$122.50 is enclosed representing the filing fees for the Articles, Registered Agent Certificate and the certified copy of the Articles.

Thank you for your assistance and please do not hesitate to call me if you have any question or need further information, documentation or additional fees.

With best regards, I am

Sincerely yours,


Julius F. Parker, Jr.

JFPjr/jny
Enc.

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Western STAFF SERVICES.

EXECUTIVE OFFICES

301 LENNON LANE
WALNUT CREEK, CA 94598-2453
TELEPHONE: (510) 930-5300

ADMINISTRATIVE CENTER

230 NORTH WIGET LANE
WALNUT CREEK, CA 94598-2404
TELEPHONE: (510) 930-5300

April 23, 1997

Office of the Secretary of State
State of Florida

Re: WESTERN MEDICAL SERVICES OF TALLAHASSEE, INC.
A Proposed Florida Corporation

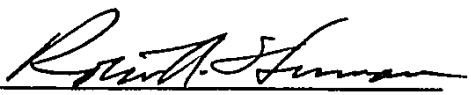
Subject: Consent to Use of Name

Dear Ladies and Gentlemen:

Western Staff Services (USA), Inc. is a California corporation. It is a subsidiary of Western Staff Services, Inc. ("Western"), a Delaware corporation. Western Staff Services (USA), Inc. ("Western USA") does not have letterhead stationery of its own, and uses the stationery which bears the federal service mark, "Western Staff Services" that is owned by Western. Both corporations have their principal place of business at the same address. Western USA's Tallahassee licensees, R. D. Howells and Marisue Daley, propose to incorporate in Florida under the name "Western Medical Services of Tallahassee, Inc." Their doing so is required by their License Agreement with Western USA.

Under corporate seal, I certify that Western USA hereby consents to the filing of the Articles of Incorporation of Western Medical Services of Tallahassee, Inc. in the State of Florida, and consents to the use of that name in conjunction with and for the duration of the Western USA license operation by R. D. Howells and Marisue Daley.

Western Staff Services (USA), Inc.

By: 
Robin A. Herman
Senior Vice President and Secretary

RAH:sm

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

WESTERN MEDICAL SERVICES OF TALLAHASSEE, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be WESTERN MEDICAL SERVICES OF TALLAHASSEE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1641-B Metropolitan Circle, Tallahassee, Florida 32308.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agents of the corporation are: R. D. Howells or Marisue Daley, 1641-B Metropolitan Circle, Tallahassee, Florida 32308.

ARTICLE V - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

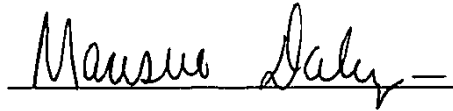
R. D. Howells	1641-B Metropolitan Circle Tallahassee, Florida 32308
Marisue Daley	1641-B Metropolitan Circle Tallahassee, Florida 32308

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators have executed these Articles of
Incorporation this 30 day of June, 1997.

A handwritten signature in cursive script, appearing to read 'R D Howells', written over a horizontal line.

R. D. HOWELLS

A handwritten signature in cursive script, appearing to read 'Marisue Daley', written over a horizontal line.

MARISUE DALEY

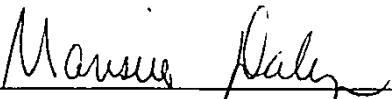
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

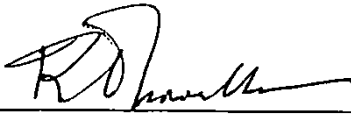
1. The name of the corporation is: WESTERN MEDICAL SERVICES OF TALLAHASSEE, INC.
2. The name and address of the Registered Agents and office is:

Marisue Daley or R. D. Howells
1641-B Metropolitan Circle
Tallahassee, Florida 32308

Having been named as Registered Agents and to accept service of process for the above stated corporation at the place designated in this Certificate, we hereby accept the appointment as Registered Agents and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties and we are familiar with and accept the obligations of our positions as Registered Agents.



MARISUE DALEY



R. D. HOWELLS

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TALLAHASSEE, FLORIDA