



V38669

FILED
01 NOV 19 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 683659

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : September 27, 2001

ORDER TIME : 10:01 AM

ORDER NO. : 683659-445

CUSTOMER NO: 7224807

CUSTOMER: Mr. Robert E. Buccarelli
Tmp Worldwide, Inc.
622 Third Avenue
39th Floor
New York, NY 10017

RA
Change

400004687064--4

CHANGE OF AGENT

NAME: SYSTEM ONE SOLUTIONS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ta-tanisha Adams -- EXT# 1131

EXAMINER:

RECEIVED
01 NOV 19 AM 10:25
DIVISION OF CORPORATION

12/6/01

X02250, 00524, 00672



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 19, 2001

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: TMP WORLDWIDE ERESOURCING AMERICA, INC.
Ref. Number: V38669

RESUBMIT
Please give original
submission date as file date.

We have received your document for TMP WORLDWIDE ERESOURCING AMERICA, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Our records show that the name of the corporation was changed to TMP Worldwide Eresourcing America, Inc. Please see the attached printout.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 501A00062043

RECEIVED
01 DEC -6 AM 11: 27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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 : TMP WORLDWIDE ERESOURCING AMERICA, INC.

2. The mailing address of the corporation : _____

9119 Corporate Lakes Dr., Suite 200, Tampa, FL 33634

3. Date of incorporation/qualification: 05/26/1992 Document number: V38669

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

John B. West

4902 Eisenhower Blvd., Suite 370

Tampa, FL 33634

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

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

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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.


(Signature of an officer, chairman or vice chairman of the board)

12/05/2001
(Date)

Linda Ratchford, Vice President

(Printed or typed name and title)

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.


(Signature of Registered Agent)

12/05/2001
(Date)

If signing on behalf of an entity:

Carol K. Dolor, Asst. Vice President
(Typed or Printed Name)

(Capacity)

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