



F01000005532

FILED
01 OCT 23 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 869137 5170478
AUTHORIZATION : *Patricia Pizit*
COST LIMIT : \$ 70.00

ORDER DATE : October 10, 2001

ORDER TIME : 3:08 PM

ORDER NO. : 869137-085

3000004650683--5

CUSTOMER NO: 5170478

7

CUSTOMER: Ms. Ginger Black
Administaff.
19001 Crescent Springs Drive
Kingwood, TX 77339

FOREIGN FILINGS

NAME: ADMINISTAFF GP, INC.

XXXX QUALIFICATION (TYPE: CO)

RECEIVED
01 OCT 23 PM 4:02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
01 04 23 PM 4:47
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

1. ADMINISTAFF GP, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated) 3. 76-0690601 (FEI number, if applicable)

4. August 29, 2001 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

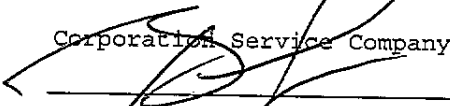
6. Upon Qualification (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification." (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 19001 Crescent Springs Drive, Kingwood, TX 77339-3802 (Principal office address)
Attn: Legal Dept., 19001 Crescent Springs Dr., Kingwood, TX 77339 (Current mailing address)

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware including, but not limited to, acting as GP of Administaff Client Services, LP (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

Corporation Service Company

BRIAN COURTNEY, ASST. V.P.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

FILED
01 OCT 23 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

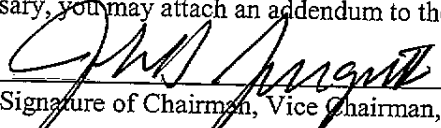
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John H. Spurgin, II, Secretary
(Typed or printed name and capacity of person signing application)

OFFICERS

ADMINISTAFF GP, INC.
 (a Delaware Corporation)
 General Partner of Administaff Companies, L.P.
 19001 Crescent Springs Drive
 Kingwood, TX 77339-3802

FILED
 01 OCT 23 PM 4:47
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

| <u>Name</u> | <u>Title</u> | <u>Business Address</u> |
|---------------------|---|--|
| Paul J. Sarvadi | President and Chief Executive Officer | 19001 Crescent Springs Drive Kingwood, Texas 77339-3802 |
| Richard G. Rawson | Executive Vice President -- Administration, Treasurer and Chief Financial Officer | 19001 Crescent Springs Drive Kingwood, Texas 77339-3802 |
| John H. Spurgin, II | Vice President of Legal, General Counsel and Secretary | 19001 Crescent Springs Drive Kingwood, Texas 77339-3802 |
| Douglas S. Sharp | Vice President of Finance and Controller | 19001 Crescent Springs Drive Kingwood, Texas 77339-3802 |
| Jay E. Mincks | Executive Vice President of Sales and Marketing | 19001 Crescent Springs Drive Kingwood, Texas 77339-3802 |
| Roger L. Gaskamp | Vice President of Sales Development | 19001 Crescent Springs Drive Kingwood, Texas 77339-3802 |
| John F. Orth | Vice President of Sales | 19001 Crescent Springs Drive Kingwood, Texas 77339-3802 |

ADMINISTAFF GP, INC.
 a Delaware Corporation
 19001 Crescent Springs Drive
 Kingwood, Texas 77339
OFFICERS

FILED
 01 OCT 23 PM 4:47
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

| NAME | TITLE |
|---|--|
| Paul J. Sarvadi 21068 Baldwin Porter, Texas 77365 | President and Chief Executive Officer |
| Richard G. Rawson 31 Enchanted Woods Kingwood, Texas 77359 | Executive V.P. of Administration, Treasurer and Chief Financial Officer |
| Jay E. Mincks 1610 Lake Wilderness Kingwood, Texas 77345 | Executive V.P. of Sales and Marketing |
| David C. Dickson 20118 Atascocita Shores Dr. Humble, Texas 77346 | V.P. of Infrastructure and Chief Technology Officer |
| Randall H. McCollum 2006 Hickory Park Drive Kingwood, Texas 77345 | V.P. of E-Commerce Development |
| Samuel G. Larson 6002 Jade Creek Court Kingwood, Texas 77345 | V.P. of Enterprise Project Management |
| Douglas S. Sharp 11911 Fawnview Drive Houston, Texas 77070 | V.P. of Finance and Controller |
| A. Steve Arizpe 7607 Bridenwood Court Spring, Texas 77379 | Executive V.P. of Client Services |
| John H. Spurgin, II 6019 Hidden Lakes Drive Kingwood, Texas 77345 | V.P. of Legal, General Counsel and Secretary |
| Constance H. Barnaba 4214 Glenohese Lane Houston, Texas 77014 | V.P. of Human Resource Services |
| Roger L. Gaskamp 2506 Woodvale Drive Kingwood, Texas 77345 | Vice President of Sales Development |
| Howard G. Buff 7 Club Oak Court Kingwood, Texas 77339 | Vice President, Benefits and Corporate Human Resources |
| John F. Orth 5906 Maple Knob Court, Kingwood, TX 77345 | Vice President of Sales |
| Jeffrey W. Hutcheon 6103 Hidden Lake Drive Kingwood, Texas 77345 | Vice President of eService Operations |
| Gwen Fey 3811 Pear Glen Court Kingwood, Texas 77345 | Vice President, Client Services Coordination |

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADMINISTAFF GP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF OCTOBER, A.D. 2001.

FILED
01 OCT 23 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3430740 8300

AUTHENTICATION: 1402886

010526466

DATE: 10-22-01