

F010000065532

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

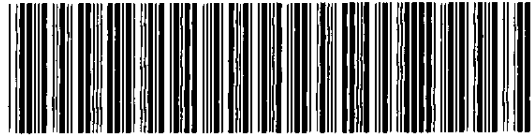
(Business Entity Name)

(Document Number)

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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2011 MAR -3 AM 10:45

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAR -3 PM 2:22

B. KOHR
MAR -3 2011
EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 687530 7799349
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ORDER DATE : 03/03/11
ORDER TIME : 9:39 AM
ORDER NO. : 687530-180
CUSTOMER NO: 7799349

FOREIGN FILINGS

NAME: ADMINISTAFF GP, INC.

XX CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT#

EXAMINER: _____

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F01000005532

(Document number of corporation (if known))

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1. Administaff GP, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. October 23, 2001

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? March 3, 2011

5. Insperty GP, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)


(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Daniel D. Herink

(Typed or printed name of person signing)

Senior VP of Legal, General
Counsel and Secretary

(Title of person signing)

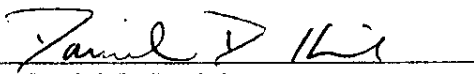
**INSPERITY, INC.
AND ALL SUBSIDIARIES THEREOF**

CONSENT TO USE OF NAME

Insperity, Inc., a Delaware corporation, hereby consents on its own behalf and on behalf of all of its wholly-owned subsidiaries (listed below) to the use of the name of **Insperity GP, Inc.** by a corporation of the same name formed under the laws of the State of Delaware.

IN WITNESS WHEREOF, the undersigned, being the duly elected Senior Vice President of Legal, General Counsel and Secretary of Insperity, Inc. and all of its wholly-owned subsidiaries, has caused this Consent to Use of Name to be executed as of the 3rd day of March, 2011.

INSPERITY, INC., a Delaware corporation
INSPERITY HOLDINGS, INC., a Delaware corporation
INSPERITY PEO SERVICES, L.P., a Delaware limited partnership
INSPERITY SERVICES, L.P., a Delaware limited partnership
INSPERITY GP, INC., a Delaware corporation
INSPERITY SUPPORT SERVICES, L.P., a Delaware limited partnership
INSPERITY INSURANCE SERVICES, L.L.C., a Delaware limited liability company
INSPERITY RETIREMENT SERVICES, L.P., a Delaware limited partnership
INSPERITY BUSINESS SERVICES, L.P., a Delaware limited partnership
INSPERITY EMPLOYMENT SCREENING, L.L.C., a Delaware limited liability company
INSPERITY ENTERPRISES, INC., a Texas corporation
INSPERITY EXPENSE MANAGEMENT, INC., a California corporation

By: 
Name: Daniel D. Herink
Title: Senior Vice President of Legal, General Counsel
and Secretary

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "ADMINISTAFF GP, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "INSPERITY GP, INC.", THE THIRD DAY OF MARCH, A.D. 2011, AT 7:45 O'CLOCK A.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

3430740 8320

110255184

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8596909

DATE: 03-03-11