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Greensfelder, Hemker & Gale, P.C.
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St. Louis, MO 63102

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JEFFREY A. WIGGS
CORPORATE PARALEGAL
DIRECT DIAL (314) 388-4713

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July 12, 2006

VIA FEDERAL EXPRESS

Florida Secretary of State
New Filing Section: Attn: Doris Brown
Division of Corporations - Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Brand Staffing Services, Inc.

Dear Sir or Madam:

Enclosed please find the following:

1. Cover Letter.
2. An original and a copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida with attached Acceptance of Appointment (of Registered Agent).
3. Good Standing Certificate from the Delaware Secretary of State valid within ninety (90) days.

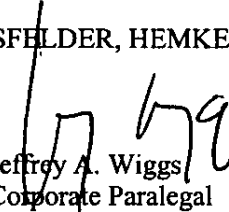
I provide our check for \$78.75 dated July 11, 2006 to cover the filing fee (\$70.00) and a certified copy of the qualification (\$8.75). I understand your processing time is five (5) to ten (10) business days and that you provide no expedited service.

Please return hard copy verification of the qualification to the undersigned via regular mail. Thank you for your cooperation in this matter. If you have any questions, please feel free to call.

Very truly yours,

GREENSFELDER, HEMKER & GALE, P.C.

By


Jeffrey A. Wiggs
Corporate Paralegal

Enclosures
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DIVISION OF CORPORATION
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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Brand Staffing Services, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jeffrey A. Wiggs, paralegal
(Name of Person)
Greensfelder
(Firm/Company)
10 S. Broadway, Suite 2000
(Address)
St. Louis, MO 63102
(City/State and Zip code)

For further information concerning this matter, please call:

Jeffrey A. Wiggs at (314) 241-9090
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN 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.

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1. Brand Staffing Services, Inc. (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. Delaware 3. 43-1845105 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 25, 1999 5. perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 2, 2006 (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 15450 S. Outer Highway 40, #270 Chesterfield, MO 63017 (Principal office address)

15450 S. Outer Highway 40, #270 Chesterfield, MO 63017 (Current mailing address)

8. Specialty contractors and any and all other lawful business. (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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 S. Pine Island Road

Plantation, Florida 33324 (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.

see attached (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:

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DIVISION OF CORPORATION
06 JUL 12 PM 3:59

A. DIRECTORS

Director
~~Officer~~: George Fleck
Address: 2505 S. Main Street
Kennesaw, GA 30144

Director
~~Vice President~~: Bruce J. Court
Address: 15450 S. Outer Hwy 40, #270
Chesterfield, MO 63017

Director: Donna Van Leuven
Address: 15450 S. Outer Hwy 40, #270
Chesterfield, MO 63017

Director: _____
Address: _____

B. OFFICERS


President: George Fleck
Address: 2505 S. Main Street
Kennesaw, GA 30144

Vice President: Bruce J. Court
Address: 15450 S. Outer Hwy 40, #270
Chesterfield, MO 63017

Secretary: Bruce J. Court
Address: 15450 S. Outer Hwy 40, #270 Chesterfield, MO 63017

Treasurer: Donna Van Leuven
Address: 15450 S. Outer Hwy 40, #270 Chesterfield, MO 63017

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Bruce J. Court, Vice President and Secretary
(Typed or printed name and capacity of person signing application)

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ACCEPTANCE OF APPOINTMENT

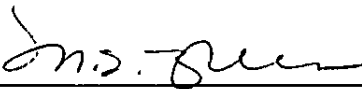
RE: **Brand Staffing Services, Inc.**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: May 12, 2006

C T CORPORATION SYSTEM

By



M. S. Green,
Assistant Secretary

Delaware

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DIVISION OF CORPORATION
PAGE
06 JUL 12 PM 4:00

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRAND STAFFING SERVICES, 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 TENTH DAY OF JULY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRAND STAFFING SERVICES, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3021364 8300

060653122

AUTHENTICATION: 4887894

DATE: 07-10-06