

State of Idaho

Department of State

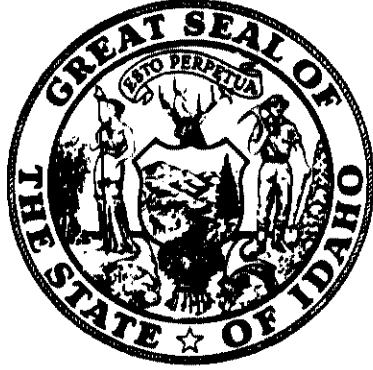
CERTIFICATE OF AUTHORITY OF

ASSIGNMENT AMERICA, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ASSIGNMENT AMERICA, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to ASSIGNMENT AMERICA, INC. to transact business in this State under the name ASSIGNMENT AMERICA, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated September 5, 1991



Pete T. Cenarrusa
SECRETARY OF STATE

Sheryl Andrews
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement

SEC. OF STATE

1. The name of the corporation is Assignment America, Inc.

91 SEP 3 AM 10 57

2. The name which it shall use in Idaho is Assignment America, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is August 6, 1991 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

32 Lockerman Square, Suite L-100, Dover, DE

6. The address to which correspondence should be addressed, if different from that in item 5.

3275 W. Hillsboro Blvd., #210, Deerfield Beach, FL 33442

7. The street address of its proposed registered office in Idaho is _____
c/o The Prentice-Hall Corporation System, Inc.,
877 Main Street, Boise, Idaho 83702-5858

and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Temporary nurse agency. Placing nurses in hospitals and

health care facilities on temporary assignment.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Kevin C. Clark</u>	<u>President/Treasurer</u>	<u>1515 S. Federal Hwy., #210</u> <u>Boca Raton, FL 33442</u>
<u>Emil Hensel</u>	<u>Vice President/ Secretary</u>	<u>1515 S. Federal Hwy., #210</u> <u>Boca Raton, FL 33442</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name

Office

Address

Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 22, 1991

Assignment America, Inc.

(Corporation Name)

By

[Signature]

Its President/Vice President (please specify)

and

[Signature]

Its Secretary/ Assistant Secretary (please specify)

STATE OF Florida)

COUNTY OF Broward) ss:

I, Richard Ives, a notary public, do hereby certify that on this 21st day of August, 19 91, personally appeared before me Emil Hensel, who being by me first duly sworn, declared that he is the Secretary of Assignment America, Inc.

that he signed the foregoing document as Secretary of the corporation and that the statements therein contained are true.

NOTARY PUBLIC, STATE OF FLORIDA,
MY COMMISSION EXPIRES: JULY 16, 1994,
BONDED THRU NOTARY PUBLIC UNDERWRITERS

[Signature]

Notary Public

State of Delaware



RECEIVED
SEC. OF STATE

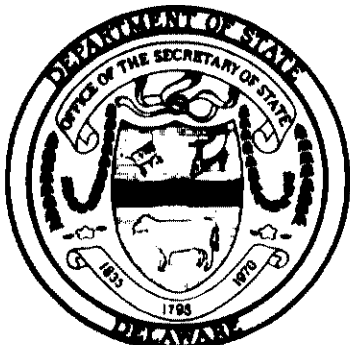
91 SEP 3 AM 10 57

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY ASSIGNMENT AMERICA, 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 DATE SHOWN BELOW.

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

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



751226307

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: *3141226

DATE: 08/14/1991