

# State of California

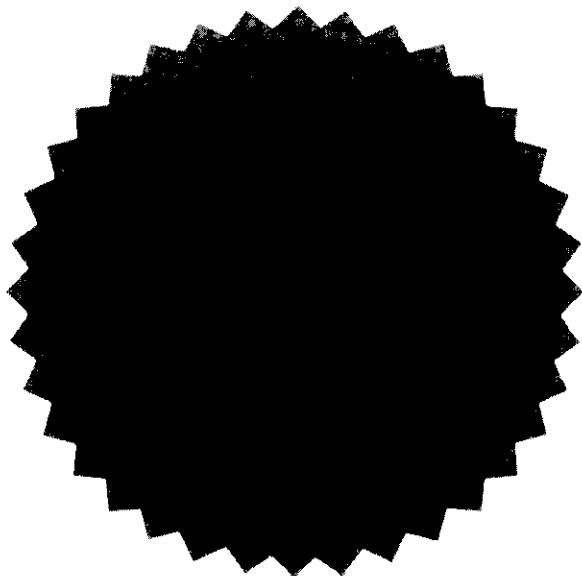
OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

MAR 14 1984



*March Fong Eu*

Secretary of State

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CERTIFICATE OF OWNERSHIP

MERGING

ADIA TEMPORARY SERVICES, INC.

INTO

ADIA SERVICES, INC.

FILED  
In the office of the Secretary of State  
of the State of California  
JAN 1 1984  
MARION FUNG EU, Secretary of State  
By Barclay H. Haden  
Deputy

Walter W. Macauley and Robert R. Tufts certify that:

1. They are the President and Secretary, respectively, of ADIA SERVICES, INC., a California corporation.
2. ADIA SERVICES, INC. owns all the outstanding shares of ADIA TEMPORARY SERVICES, INC., a Delaware corporation.
3. The following resolutions were duly adopted by the Board of Directors of Adia Services, Inc.:

"WHEREAS, this corporation, ADIA SERVICES, INC., a California corporation, owns all the outstanding stock of ADIA TEMPORARY SERVICES, INC., a Delaware corporation; and

WHEREAS, it is deemed in the best interests of this corporation and its shareholders that this corporation merge Adia Temporary Services, Inc., into itself and assume all of its obligations.

RESOLVED, that ADIA SERVICES, INC., a California corporation, merge, and it hereby does merge into itself effective January 1, 1984 said ADIA TEMPORARY SERVICES, INC., a Delaware corporation, and assumes all of its obligations; and

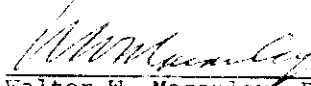
FURTHER RESOLVED, that the proper officers of this corporation be and they hereby are directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Adia Temporary Services, Inc., and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Delaware Secretary of State and a certified copy recorded in the office of the Recorder of Deeds of New Castle

County and do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger; and

FURTHER RESOLVED that the officers of this corporation, and each of them, are directed to execute and file a Certificate of Ownership with the California Secretary of State pursuant to Sections 1108 and 1110 of the California Corporations Code and to take such further actions as may be necessary or proper to accomplish such merger.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

DATE: December 22, 1983

  
Walter W. Macauley, President

  
Robert R. Tufts, Secretary