

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

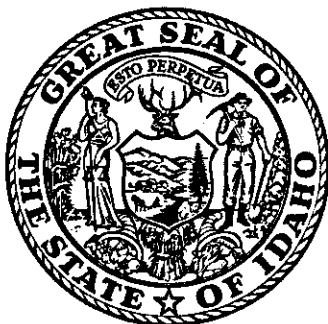
PAYWISE, INC.

File Number C 149972

I, BEN YSURSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from PAYWISE, INC. to **ADECCO STRATEGIC ALLIANCE, INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: October 7, 2008



Ben Yursa

SECRETARY OF STATE

By

A large, stylized handwritten signature of Ben Yursa, written in black ink, positioned over a horizontal line.

BLUMBERGEXCELSIOR

Fax: 888-692-9256

Oct 6 2008 16:03

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APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on: 6/23/1994
authorizing it to transact business in the State of Idaho under the name of:
PAYWISE, INC.
2. Its corporate name has been changed to: ADECCO STRATEGIC ALLIANCES, INC.
3. The name which it shall use hereafter in the State of Idaho is:
ADECCO STRATEGIC ALLIANCES, INC.
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Date: October 3, 2008 Corporation Name: PAYWISE, INC.

Signature: *Diana R. Karabelas*

Typed Name: DIANA R. KARABELAS

Capacity: ASST. SECY.

Customer Acct #:

(if using pre-paid account)

Secretary of State use only



Web Form

IDAHO SECRETARY OF STATE
10/07/2008 05:00
CK: NONE CT: 1154 BH: 1139190
1 @ 30.00 = 30.00 AMEND CERT # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

FILED EFFECTIVE

C149972

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**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of ADECCO STRATEGIC ALLIANCES, INC. was filed on 01/04/1993, under the name of PAYROLL PLANS, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation. I further certify the following:

A Biennial Statement was filed 02/04/1994.

A certificate changing name to PAYWISE, INC. was filed on 02/07/1994.

A Biennial Statement was filed 10/04/1995.

A Biennial Statement was filed 06/12/1997.

Certificate of Change was filed on 07/11/1997.

A Biennial Statement was filed 02/04/1999.

A Certificate of Change was filed on 09/15/1999.

A Certificate of Merger was filed on 03/15/2000.

A Biennial Statement was filed 02/16/2001.

A Biennial Statement was filed 01/30/2003.

A Biennial Statement was filed 02/22/2005.

A Biennial Statement was filed 02/09/2007.

A certificate changing name to ADECCO STRATEGIC ALLIANCES, INC. was filed on 09/18/2008.

I further certify, that no other documents have been filed by such corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 22nd day of September
two thousand and eight.

Daniel Shapiro
Special Deputy Secretary of State