

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

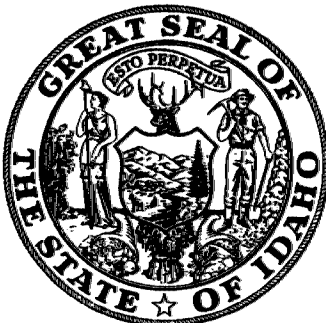
APOGEE PROFESSIONAL STAFFING, INC.

File number C 108269

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: November 10, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]* *[Signature]*

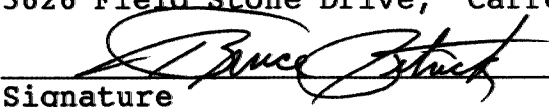
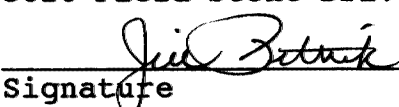

Name	Mailing Address
Bruce Petrick	3626 Field Stone Drive, Carrollton, TX 75007
Jill Petrick	3626 Field Stone Drive, Carrollton, TX 75007
Jerry Hedrick	4710 Normandie, Boise, ID 83705

ARTICLE EIGHT

The board of directors is empowered to make, alter or repeal, the bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
Bruce Petrick	3626 Field Stone Drive, Carrollton, TX 75007
	<u></u> Signature
Jill Petrick	3626 Field Stone Drive, Carrollton, TX 75007
	<u></u> Signature
Jerry Hedrick	4710 Normandie, Boise, ID 83705
	<u></u> Signature

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

ARTICLE ELEVEN

No shares are the subject of a public offering.

We, Bruce Petrick, Jill Petrick, Jerry Hedrick, for the purpose of forming a corporation as provided by statute and applicable law by the State of Idaho, endorse these Articles and certify that these facts are true. We have signed this on the 4th day of November, 1994.

(city): Boise (state): Idaho (county): Ada