

93852



Department of State.

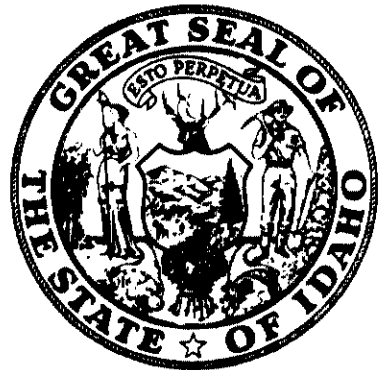
**CERTIFICATE OF AUTHORITY
OF**

PROFESSIONAL RESOURCE GROUP, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **PROFESSIONAL RESOURCE GROUP, 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 **PROFESSIONAL RESOURCE GROUP, INC.** to transact business in this State under the name **PROFESSIONAL RESOURCE GROUP, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **November 30, 1990**



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth M. Zebak
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE
90 OCT 11 AM 10 40

To the Secretary of State of Idaho
Pursuant to Section 99-1-110, 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:

1. The name of the corporation is Professional Resource Group, Inc.

2. The name which it shall use in Idaho is Professional Resource Group, 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 the state of Washington

4. The date of its incorporation is September 30, 1988 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 2040 Westlake Center, 1601 Fifth Ave., Seattle, WA 98101

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

7. The street address of its proposed registered office in Idaho is Davis Wright Tremaine, Jefferson Place, 230 N 9th, #400, Boise, ID 83702 and the name of its proposed registered agent in Idaho at that address is W. Hugh O'Riordan

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
to offer temporary personnel to the mortgage banking and brokering industries.

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

Name	Office	Address
<u>Susan K. Williams</u>	<u>President</u>	<u>2349 Fauntleroy Ave SW #606 Seattle, WA 98101</u>
<u>Donald H. Williams</u>	<u>Secretary</u>	<u>2349 Fauntleroy Ave SW #606 Seattle, WA 98101</u>
<u>William Pfeifer</u>		<u>987 Lake St. S #25 Kirkland, WA 98033</u>

(continued on reverse)

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 28, 1990

Professional Resource Group

(Corporation Name)

By

Susan Williams, President

Its President / Vice President (please specify)

and

Donald H. Williams **SECRETARY**

Its Secretary / Assistant Secretary (please specify)

STATE OF Washington)

) ss:

COUNTY OF King)

I, Claire M. Harris, a notary public, do hereby certify that on

this 28th day of August, 19 90, personally appeared before

me Susan Williams and Donald H. Williams, being by me first duly sworn, declared that ~~she~~ ^{they}

~~is~~ ^{are} the President and Secretary of Professional Resource Group

~~that she~~ ^{they} signed the foregoing document as Officers of the corporation and that the statements therein contained are true.

Claire M. Harris
Notary Public

RECEIVED
SEC. OF STATE
90 NOV 30 AM 8 52



STATE of WASHINGTON SECRETARY of STATE

I, **Ralph Munro**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that, according to records on file in this office, as of the date of this certificate,

PROFESSIONAL RESOURCE GROUP, INC.

is a Washington profit corporation,
duly authorized to transact business or conduct affairs as a corporation in the State of Washington.

Date: November 2, 1990

Corporation Number: 601 110 134

Date of Incorporation September 30, 1988
or Qualification:

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

RECEIVED
SEC. OF STATE

TO: SUSAN WILLIAMS, PRESIDENT
PROFESSIONAL RESOURCE GROUP

FROM: RUSH NUTTALL, PRESIDENT
PROFESSIONAL RESOURCE MANAGEMENT, INC.

DATE: NOVEMBER 20, 1990

RE: CONSENT TO USE BUSINESS NAME

TO WHOM IT MAY CONCERN:

AS PRESIDENT AND MAJORITY STOCKHOLDER OF PROFESSIONAL RESOURCE
MANAGEMENT, INC., I GIVE MY CONSENT TO THE SECRETARY OF STATE OF
THE STATE OF IDAHO TO ISSUE A CERTIFICATE OF AUTHORITY TO
PROFESSIONAL RESOURCE GROUP.

Rush Nuttall, Pres.