

State of Idaho

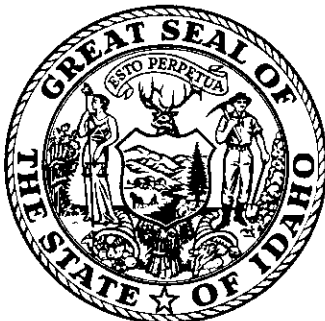
Office of the Secretary of State

**AMENDED CERTIFICATE OF AUTHORITY
OF
CORPORATE STAFF ADMINISTRATION, INC.
File Number C 127692**

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 CORPORATE STAFF ADMINISTRATION, INC. to **HEADWAY HR SOLUTIONS, INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: June 21, 2006



Ben Yursa
SECRETARY OF STATE

By *Sheryl Dowd*



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

2006 JUN 21 AM 8:31

SECRETARY OF STATE
621

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: 2/24/99,
authorizing it to transact business in the State of Idaho under the name of:
CORPORATE STAFF ADMINISTRATION, INC.
2. Its corporate name has been changed to: HEADWAY HR SOLUTIONS, INC.
3. The name which it shall use hereafter in the State of Idaho is:

4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Dated: 6/5/06 Corporation Name: HEADWAY HR SOLUTIONS, INC.

Signature: _____

Typed Name: _____

JOSEPH YELEMC

Capacity: _____

SR. VP

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

g:\corp\forms\corp\format
amended cert of authority.p65
Revised 07/2002

IDAHO SECRETARY OF STATE *CH*
06/21/2006 05:00
CK: 21225 CT: 201500 BH: 961152
1 @ 30.00 = 30.00 AMEND CERT # 2
1 @ 20.00 = 20.00 CORP SUR # 3

C627692

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of HEADWAY HR SOLUTIONS, INC. was filed on 03/04/1992, under the name of CORPORATE STAFFING ALTERNATIVES, 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.

A Certificate of Amendment CORPORATE STAFFING ALTERNATIVES, INC., changing its name to CORPORATE STAFF ADMINISTRATION, INC., was filed 05/20/1998.

A Certificate of Amendment CORPORATE STAFF ADMINISTRATION, INC., changing its name to HEADWAY HR SOLUTIONS, INC., was filed 12/31/2004.

WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 12th day of June two
thousand and six.



Special Deputy Secretary of State