

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 111532



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is CareerStaff Services Corporation (LC) 15431
2. It is incorporated under the laws of Colorado
3. The name which it elects to use in Rhode Island is _____

(If the corporation does not contain the word "corporation," "company," "incorporated," or "limited" or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

4. The date of its incorporation is October 5, 1987 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 _____
1005 East Elizabeth, Fort Collins, CO 80524
6. The address of its proposed registered office in Rhode Island is 123 Dyer Street 10 Weybosset St.

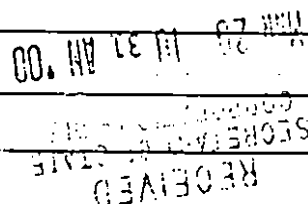
Providence, RI 02903 (Street)
(City/Town) (Zip Code) and the name of its proposed registered agent in
Rhode Island at that address is C T Corporation System

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

See attached purpose clause

8. The names and respective addresses of the directors and officers are:

	Name	Address
Director	See attached list of directors	
Director		
President	See attached list of officers	
Vice President		
Secretary		
Treasurer		



9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1,000,000	Common	(No series)	No par value

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
10,000	Common	(No series)	No par value

11. An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located 0%; and an estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year 0.0009%.

12. An estimate of the value of all property to be owned by it for the following year wherever located is \$ -0-

13. An estimate of the value of its property to be located within Rhode Island during the following year is \$ -0-

14. An estimate of the gross amount of business to be transacted by it during the following year is \$ 36,385,927

15. An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during the following year is \$ 325.00

16. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated March 13, ~~xxx~~ 2000

CareerStaff Services Corporation

(Exact Corporate Name of Corporation Making Application)

By Matthew G. Patrick
☐ President or ☒ Vice President (check one)

Matthew G. Patrick

AND
By Michael T. Berg
☒ Secretary or ☐ Assistant Secretary (check one)

Michael T. Berg

FILED

MAR 20 2000

By MD 270524

STATE OF New Mexico
COUNTY OF Bernalillo

In Albuquerque, on this 13th day of March, ~~xxx~~ 2000, personally appeared before me Michael T. Berg, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.

Margorie F. Porter
Notary Public Margorie F. Porter
My Commission Expires: November 27, 2002

Appendix to Rhode Island
Application for Certificate of Authority

**Purpose Clause of
CareerStaff Services Corporation**

To engage in activities related to health care. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

**CAREERSTAFF SERVICES CORPORATION
OFFICERS AND DIRECTORS**

<u>Position</u>	<u>Name</u>	<u>Address</u>	<u>Term</u>
President	Randolph Jones	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
VP & CFO	Robert D. Woltl	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
VP & Controller	Jennifer Botter	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
VP & Treasurer	Matthew G. Patrick	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Assistant Treasurer	D. Craig Hayes	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Secretary	Michael T. Berg	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Assistant Secretary	Jeffrey C. Gilmore	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Director	Mark G. Wimer	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Director	Robert D. Woltl	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified



Sun Healthcare Group

Sun Healthcare Group, Inc. 101 Sun Avenue NE
Albuquerque, NM 87109

505.821.3355
Fax 505.828.0944
www.sunh.com

March 6, 2000

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, RI 02903-1335

Re: Qualification and Consent to Use of Name

Ladies and Gentlemen:

CareerStaff Services Corporation ("CareerStaff Services") is an indirect subsidiary of Sun Healthcare Group, Inc. ("SHG") and an affiliate of CareerStaff Management, Inc. ("CareerStaff Management"). CareerStaff Management, a foreign corporation, qualified to do business in the State of Rhode Island on March 15, 1999. SHG wishes to also qualify CareerStaff Services in the State of Rhode Island. This letter constitutes written approval by both SHG and CareerStaff Management for the use of the name "CareerStaff Services Corporation" to be used in Rhode Island. If you would like to discuss this further or need any additional information, I can be reached at (505) 858-4752.

Very truly yours,

Michael T. Berg

Assistant Secretary, Sun Healthcare Group, Inc.
Secretary, CareerStaff Services Corporation and
CareerStaff Management, Inc.

STATE OF COLORADO
DEPARTMENT OF STATE

I hereby certify that this is a true and
complete copy of the document filed in
this office and admitted to record in
File 1999/230746

DATED 2/7/2000

Donetta Davidson
Secretary of State

By J. Birchert

