



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 90048		2. Name of Corporation Administaff Companies, Inc.	
3. Street Address Principal Business Office 19001 CRESCENT SPRINGS DRIVE		City KINGWOOD	State TX
4. Business Phone No. 2813588986		5. State of Incorporation DELAWARE	6. SIC Code 7732

7. Brief Description of the Character of Business Conducted in Rhode Island
PROFESSIONAL EMPLOYER ORGANIZATION.

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Richard G. Rawson			Vice President Name Jay E. Mincks		
Street Address 19001 Crescent Springs Drive			Street Address 19001 Crescent Springs Drive		
City Kingwood	State TX	Zip 77339	City Kingwood	State TX	Zip 77339
Secretary Name John H. Spurgin, II			Treasurer Name Douglas S. Sharp		
Street Address 19001 Crescent Springs Drive			Street Address 19001 Crescent Springs Drive		
City Kingwood	State TX	Zip 77339	City Kingwood	State TX	Zip 77339

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Paul J. Sarvadi			Director Name Richard G. Rawson		
Street Address 19001 Crescent Springs Drive			Street Address 19001 Crescent Springs Drive		
City Kingwood	State TX	Zip 77339	City Kingwood	State TX	Zip 77339
Director Name John H. Spurgin, II			Director Name		
Street Address 19001 Crescent Springs Drive			Street Address		
City Kingwood	State TX	Zip 77339	City	State	Zip

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) ☐

Number of Shares	Class/Series	Par Value
1,000	\$.01 PAR VALUE	

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☐

Number of Shares	Class/Series	Par Value
1,000	Common	\$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



9 0 0 4 8

90048 FBC 02/27/05 12:06 PM
FILED
File Date MAR 01 2005 126650
Check No. _____
By JS
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

John H. Spurgin, II
Signature of Officer Date _____
John H. Spurgin, II
Print or Type Name of Officer
Secretary
Title of Officer

ADMINISTAFF COMPANIES, INC.
19001 CRESCENT SPRINGS DRIVE
KINGWOOD, TEXAS 77339

OFFICERS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Paul J. Sarvadi	Chairman of the Board and Chief Executive Officer	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Richard G. Rawson	President	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
John H. Spurgin, II	Senior Vice President, Legal, General Counsel and Secretary	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Douglas S. Sharp	Vice President, Finance, Chief Financial Officer and Treasurer	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Jay E. Mincks	Executive Vice President, Sales and Marketing	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Roger L. Gaskamp	Vice President, Client Selection and Pricing	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
John F. Orth	Vice President, Sales Development	19001 Crescent Springs Drive Kingwood, Texas 77339-3802



STATE OF RHODE ISLAND AND PROVIDENCE, PLANTATIONS
Office of the Secretary of State
Matthew A. Brown, Secretary of State

Corporations Division
100 North Main Street
Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 90048		2. Name of Corporation Administaff Companies, Inc.			
3. Street Address Principal Business Office 19001 Crescent Springs Drive		City Kingwood	State TX	Zip 77339	
4. Business Phone No 281/358-8986		5. State of Incorporation DELAWARE			6. SIC Code 7732
7. Brief Description of the Character of Business Conducted in Rhode Island PROFESSIONAL EMPLOYER ORGANIZATION.					
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Richard G. Rawson			Vice President Name Jay E. Mincks		
Street Address 19001 Crescent Springs Drive			Street Address 19001 Crescent Springs Drive		
City Kingwood	State TX	Zip 77339	City Kingwood	State TX	Zip 77339
Secretary Name John H. Spurgin, II			Treasurer Name Douglas S. Sharp		
Street Address 19001 Crescent Springs Drive			Street Address 19001 Crescent Springs Drive		
City Kingwood	State TX	Zip 77339	City Kingwood	State TX	Zip 77339
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name Paul J. Sarvadi			Director Name John H. Spurgin, II		
Street Address 19001 Crescent Springs Drive			Street Address 19001 Crescent Springs Drive		
City Kingwood	State TX	Zip 77339	City Kingwood	State TX	Zip 77339
Director Name Richard G. Rawson			Director Name		
Street Address 19001 Crescent Springs Drive			Street Address		
City Kingwood	State TX	Zip 77339	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> AUTHORIZED SHARES			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
1,000 \$0.01 PAR VALUE			1,000	Common	\$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 0 0 4 8 *

File Date 2/20/04
Check No. 123033
By: JS

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer John H. Spurgin, II Date 2-5-04

Print or Type Name of Officer
John H. Spurgin, II

Secretary
Title of Officer

OFFICERS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Paul J. Sarvadi	Chairman of the Board and Chief Executive Officer	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Richard G. Rawson	President	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
John H. Spurgin, II	Senior Vice President, Legal, General Counsel and Secretary	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Douglas S. Sharp	Vice President, Finance, Chief Financial Officer and Treasurer	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Jay E. Mincks	Executive Vice President, Sales and Marketing	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Roger L. Gaskamp	Vice President, Client Selection and Pricing	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
John F. Orth	Vice President, Sales	19001 Crescent Springs Drive Kingwood, Texas 77339-3802



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)



1. Corporate ID No. 90048
2. Name of Corporation Administaff Companies, Inc.
3. Street Address Principal Business Office
19001 Crescent Springs Drive
4. Business Phone No. (281) 358-8986
5. State of Incorporation DELAWARE

City Kingwood State TX Zip 77339-3802
6. SIC Code 7732

7. Brief Description of the Character of Business Conducted in Rhode Island
Professional Employer Organization

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) **X FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name
Paul J. Sarvadi
Street Address
19001 Crescent Springs Drive
City Kingwood State TX Zip 77339-3802

Vice President Name
Jay E. Mincks
Street Address
19001 Crescent Springs Drive
City Kingwood State TX Zip 77339-3802

Secretary Name
John H. Spurgin, II
Street Address
19001 Crescent Springs Drive
City Kingwood State TX Zip 77339-3802

Treasurer Name
Richard G. Rawson
Street Address
19001 Crescent Springs Drive
City Kingwood State TX Zip 77339-3802

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name
Paul J. Sarvadi
Street Address
19001 Crescent Springs Drive
City Kingwood State TX Zip 77339-3802

Director Name
John H. Spurgin, II
Street Address
19001 Crescent Springs Drive
City Kingwood State TX Zip 77339-3802

Director Name
Richard G. Rawson
Street Address
19001 Crescent Springs Drive
City Kingwood State TX Zip 77339-3802

Director Name
John H. Spurgin, II
Street Address
19001 Crescent Springs Drive
City Kingwood State TX Zip 77339-3802

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares 1,000 Class/Series \$.01 Par Value PAR VALUE

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares 1,000 Class/Series Common Par Value \$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 0 0 4 8 *

File Date: 1-21-03
Check No.: 119922
OR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer John H. Spurgin, II Date 1-13-03
Print or Type Name of Officer
Secretary
Title of Officer

OFFICERS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Paul J. Sarvadi	President and Chief Executive Officer	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Richard G. Rawson	Executive Vice President – Administration, Treasurer and Chief Financial Officer	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
John H. Spurgin, II	Vice President of Legal, General Counsel and Secretary	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Douglas S. Sharp	Vice President of Finance and Controller	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Jay E. Mincks	Executive Vice President of Sales and Marketing	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Roger L. Gaskamp	Vice President of Sales Development	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
John F. Orth	Vice President of Sales	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Howard G. Buff	Vice President, Benefits and Corporate Human Resources	19001 Crescent Springs Drive Kingwood, Texas 77339-3802

DIRECTORS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

<u>Name</u>	<u>Business Address</u>
Paul J. Sarvadi	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
Richard G. Rawson	19001 Crescent Springs Drive Kingwood, Texas 77339-3802
John H. Spurgin, II	19001 Crescent Springs Drive Kingwood, Texas 77339-3802



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)



1. Corporate ID No.

90048

2. Name of Corporation

Administaff Companies, Inc.

3. Street Address Principal Business Office

19001 Crescent Springs Drive

City

Kingwood

State

TX

Zip

77339-3802

4. Business Phone No.

281/358-8986

5. State of Incorporation

DELAWARE

6. SIC Code

7732

7. Brief Description of the Character of Business Conducted in Rhode Island

Professional Employer Organization

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

Paul J. Sarvadi

Vice President Name

Jay E. Mincks

Street Address

19001 Crescent Springs Drive

Street Address

19001 Crescent Springs Drive

City

Kingwood

State

TX

Zip

77339-3802

City

Kingwood

State

TX

Zip

77339-3802

Secretary Name

John H. Spurgin, II

Treasurer Name

Richard G. Rawson

Street Address

19001 Crescent Springs Drive

Street Address

19001 Crescent Springs Drive

City

Kingwood

State

TX

Zip

77339-3802

City

Kingwood

State

TX

Zip

77339-3802

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

Paul J. Sarvadi

Director Name

John H. Spurgin, II

Street Address

19001 Crescent Springs Drive

Street Address

19001 Crescent Springs Drive

City

Kingwood

State

TX

Zip

77339-3802

City

Kingwood

State

TX

Zip

77339-3802

Director Name

Richard G. Rawson

Director Name

Street Address

19001 Crescent Springs Drive

Street Address

City

Kingwood

State

TX

Zip

77339-3802

City

State

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

1,000 \$.01 PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

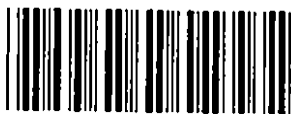
Par Value

1,000

Common

\$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 0 0 4 8 *

File Date: 2-27-02

Check No.: 115712

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 2/21/02
Signature of Officer Date
John H. Spurgin, II

Print or Type Name of Officer
Secretary

Title of Officer

5

Form 620 12/01/01

OFFICERS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

<u>Name</u>	<u>Title</u>	<u>Residential Address</u>
Paul J. Sarvadi	President and Chief Executive Officer	21068 Baldwin Porter, Texas 77365
Richard G. Rawson	Executive Vice President – Administration, Treasurer and Chief Financial Officer	31 Enchanted Woods Kingwood, Texas 77339
John H. Spurgin, II	Vice President of Legal, General Counsel and Secretary	6019 Hidden Lakes Drive Kingwood, Texas 77345
Douglas S. Sharp	Vice President of Finance and Controller	11911 Fawnview Drive Houston, Texas 77070
Jay E. Mincks	Executive Vice President of Sales and Marketing	1610 Lake Wilderness Kingwood, Texas 77345
Roger L. Gaskamp	Vice President of Sales Development	2506 Woodvale Drive Kingwood, Texas 77345
John F. Orth	Vice President of Sales	5906 Maple Knob Court, Kingwood, TX 77345
Howard G. Buff	Vice President, Benefits and Corporate Human Resources	7 Club Oak Court Kingwood, TX 77339

DIRECTORS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

<u>Name</u>	<u>Address</u>
Paul J. Sarvadi	21068 Baldwin Porter, Texas 77365
Richard G. Rawson	31 Enchanted Woods Kingwood, Texas 77339
John H. Spurgin, II	6019 Hidden Lakes Drive Kingwood, Texas 77345



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 90048		2. Name of Corporation Administaff Companies, Inc.			
3. Street Address Principal Business Office 19001 Crescent Springs Drive		City Kingwood	State Texas	Zip 77339-3802	
4. Business Phone No. (281) 358-8986		5. State of Incorporation DELAWARE		6. SIC Code 0 7732	
7. Brief Description of the Character of Business Conducted in Rhode Island Professional Employer Organization					
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Paul J. Sarvadi		Vice President Name Jay E. Mincks			
Street Address 19001 Crescent Springs Drive		Street Address 19001 Crescent Springs Drive			
City Kingwood	State Texas	Zip 77339-3802	City Kingwood	State Texas	Zip 77339-3802
Secretary Name John H. Spurgin, II		Treasurer Name Richard G. Rawson			
Street Address 19001 Crescent Springs Drive		Street Address 19001 Crescent Springs Drive			
City Kingwood	State Texas	Zip 77339-3802	City Kingwood	State Texas	Zip 77339-3802
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name Paul J. Sarvadi		Director Name John H. Spurgin, II			
Street Address 19001 Crescent Springs Drive		Street Address 19001 Crescent Springs Drive			
City Kingwood	State Texas	Zip 77339-3802	City Kingwood	State Texas	Zip 77339-3802
Director Name Richard G. Rawson		Director Name 			
Street Address 19001 Crescent Springs Drive		Street Address 			
City Kingwood	State Texas	Zip 77339-3802	City 	State 	Zip
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)					11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)
AUTHORIZED SHARES					ISSUED SHARES
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
1,000	\$.01 PAR VALUE		1,000	Common	\$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 0 0 4 8 *

File Date: 2/20

Check No.: 102251

By: 2e

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 2/13/01

Print or Type Name of Officer: John H. Spurgin, II

Title of Officer: Secretary

OFFICERS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

<u>Name</u>	<u>Title</u>	<u>Address</u>
Paul J. Sarvadi	President and Chief Executive Officer	21068 Baldwin Porter, Texas 77365
Richard G. Rawson	Executive Vice President – Administration, Treasurer and Chief Financial Officer	31 Enchanted Woods Kingwood, Texas 77339
John H. Spurgin, II	Vice President of Legal, General Counsel and Secretary	6019 Hidden Lakes Drive Kingwood, Texas 77345
Douglas S. Sharp	Vice President of Finance and Controller	11911 Fawnview Drive Houston, Texas 77070
Jay E. Mincks	Executive Vice President of Sales and Marketing	1610 Lake Wilderness Kingwood, Texas 77345
Roger L. Gaskamp	Vice President of Sales Administration	2506 Woodvale Drive Kingwood, Texas 77345

DIRECTORS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

<u>Name</u>	<u>Address</u>
Paul J. Sarvadi	21068 Baldwin Porter, Texas 77365
Richard G. Rawson	31 Enchanted Woods Kingwood, Texas 77339
John H. Spurgin, II	6019 Hidden Lakes Drive Kingwood, Texas 77345



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **90048** 2. Name of Corporation **Administaff Companies, Inc.**
3. Street Address Principal Business Office **19001 Crescent Springs Drive** City **Kingwood** State **TX** Zip **77339-3802**
4. Business Phone No. **(281) 358-8986** 5. State of Incorporation **DELAWARE** 6. SIC Code **7732**
7. Brief Description of the Character of Business Conducted in Rhode Island

Professional Employer Organization

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Paul J. Sarvadi Street Address 19001 Crescent Springs Drive City Kingwood State TX Zip 77339-3802	Vice President Name Jay E. Mincks Street Address 19001 Crescent Springs Drive City Kingwood State TX Zip 77339-3802
Secretary Name John H. Spurgin, II Street Address 19001 Crescent Springs Drive City Kingwood State TX Zip 77339-3802	Treasurer Name Richard G. Rawson Street Address 19001 Crescent Springs Drive City Kingwood State TX Zip 77339-3802

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Paul J. Sarvadi Street Address 19001 Crescent Springs Drive City Kingwood State TX Zip 77339-3802	Director Name John H. Spurgin, II Street Address 19001 Crescent Springs Drive City Kingwood State TX Zip 77339-3802
Director Name Richard G. Rawson Street Address 19001 Crescent Springs Drive City Kingwood State TX Zip 77339-3802	

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
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1,000 SHS \$.01 PAR VALUE

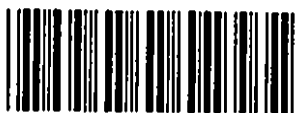
11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares	Class/Series	Par Value
------------------	--------------	-----------

1,000 Common \$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 0 0 4 8 *

File Date: 2/22/00

Check No.: 23808

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 1/25/00
Signature of Officer Date

John H. Spurgin, II
Print or Type Name of Officer

Secretary
Title of Officer

DIRECTORS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

Name	Address
Paul J. Sarvadi	21068 Baldwin Porter, Texas 77365
Richard G. Rawson	2902 Valley Manor Drive Kingwood, Texas 77339
John H. Spurgin, II	6019 Hidden Lakes Drive Kingwood, Texas 77345

OFFICERS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

<u>Name</u>	<u>Title</u>	<u>Address</u>
Paul J. Sarvadi	President and Chief Executive Officer	21068 Baldwin Porter, Texas 77365
Richard G. Rawson	Executive Vice President - Administration, Treasurer and Chief Financial Officer	2902 Valley Manor Drive Kingwood, Texas 77339
John H. Spurgin, II	Vice President of Legal, General Counsel and Secretary	6019 Hidden Lakes Drive Kingwood, Texas 77345
Douglas S. Sharp	Vice President of Finance and Controller	11911 Fawnview Drive Houston, Texas 77070
Jay E. Mincks	Executive Vice President of Sales and Marketing	2114 Shadow Rock Drive Kingwood, Texas 77339
Roger L. Gaskamp	Vice President of Sales and Marketing	2506 Woodvale Drive Kingwood, Texas 77345



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR **1999**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 90048		2. Name of Corporation Administaff Companies, Inc.			
3. Street Address Principal Business Office 19001 Crescent Springs Drive		City Kingwood	State Texas	Zip 77339-3802	
4. Business Phone No. (281) 358-8986		5. State of Incorporation DELAWARE		6. SIC Code	
7. Brief Description of the Character of Business Conducted in Rhode Island Professional Employer Organization					
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Paul J. Sarvadi		Vice President Name Samuel G. Larson			
Street Address 19001 Crescent Springs Drive		Street Address 19001 Crescent Springs Drive			
City Kingwood	State Texas	Zip 77339-3802	City Kingwood	State Texas	Zip 77339-3802
Secretary Name John H. Spurgin, II		Treasurer Name Richard G. Rawson			
Street Address 19001 Crescent Springs Drive		Street Address 19001 Crescent Springs Drive			
City Kingwood	State Texas	Zip 77339-3802	City Kingwood	State Texas	Zip 77339-3802
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name Paul J. Sarvadi		Director Name John H. Spurgin, II			
Street Address 19001 Crescent Springs Drive		Street Address 19001 Crescent Springs Drive			
City Kingwood	State Texas	Zip 77339-3802	City Kingwood	State Texas	Zip 77339-3802
Director Name Richard G. Rawson		Director Name			
Street Address 19001 Crescent Springs Drive		Street Address			
City Kingwood	State Texas	Zip 77339-3802	City	State	Zip
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/>					11. SHARES ISSUED (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/>
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
1,000 SHS \$.01 PAR VALUE			1,000	Common	\$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 0 0 4 8 *

File Date: **Feb 8, 1999**

Check No.: **14945**

By: **ID for**

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

John H. Spurgin, II
Signature of Officer

2/4/99
Date

John H. Spurgin, II
Print or Type Name of Officer

Secretary
Title of Officer

OFFICERS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

<u>Name</u>	<u>Title</u>	<u>Address</u>
Paul J. Sarvadi	President and Chief Executive Officer	21068 Baldwin Porter, Texas 77365
Richard G. Rawson	Executive Vice President - Administration, Treasurer and Chief Financial Officer	2902 Valley Manor Drive Kingwood, Texas 77339
John H. Spurgin, II	Vice President of Legal, General Counsel and Secretary	6019 Hidden Lakes Drive Kingwood, Texas 77345
Samuel G. Larson	Vice President of Finance and Controller	6002 Jade Creek Court Kingwood, Texas 77345
Jay E. Mincks	Executive Vice President of Sales and Marketing	2114 Shadow Rock Drive Kingwood, Texas 77339



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR **1998**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **90048** 2. Name of Corporation **Administaff Companies, Inc.**

3. Street Address Principal Business Office

19001 Crescent Springs Drive

City

Kingwood

State

Texas

Zip

77339

4. Business Phone No.

(281) 359-8986

5. State of Incorporation
DELAWARE

6. SIC Code
7363

7. Brief Description of the Character of Business Conducted in Rhode Island

Professional Employer Organization

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name

Paul J. Sarvadi

Vice President Name

Samuel G. Larson

Street Address

19001 Crescent Springs Drive

Street Address

19001 Crescent Springs Drive

City

Kingwood

State

TX

Zip

77339-3802

City

Kingwood

State

TX

Zip

77339-3802

Secretary Name

John H. Spurgin, II

Treasurer Name

Richard G. Rawson

Street Address

19001 Crescent Springs Drive

Street Address

19001 Crescent Springs Drive

City

Kingwood

State

TX

Zip

77339-3802

City

Kingwood

State

TX

Zip

77339-3802

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name

Paul J. Sarvadi

Director Name

John H. Spurgin, II

Street Address

19001 Crescent Springs Drive

Street Address

19001 Crescent Springs Drive

City

Kingwood

State

TX

Zip

77339-3802

City

Kingwood

State

TX

Zip

77339-3802

Director Name

Richard G. Rawson

Director Name

Street Address

19001 Crescent Springs Drive

City

Kingwood

State

TX

Zip

77339-3802

City

Kingwood

State

TX

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

1,000 SHS \$.01 PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

Par Value

1,000

Common

\$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 0 0 4 8 *

File Date:

Check No.:

By:

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

Date

John H. Spurgin, II

Print or Type Name of Officer

Secretary

Title of Officer



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AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
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100 North Main Street, Providence, RI 02903-1335
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PROFIT CORPORATION ANNUAL REPORT 1997

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Professional Employer Organization

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) **XX**

President Name

Paul J. Sarvadi

Street Address

19001 Crescent Springs Drive

City

State

Zip

Kingwood

Texas

77339

Secretary Name

John H. Spurgin, II

Street Address

19001 Crescent Springs Drive

City

State

Zip

Kingwood

Texas

77339

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) **XX**

Director Name

Paul J. Sarvadi

Street Address

19001 Crescent Springs Drive

City

State

Zip

Kingwood

Texas

77339

Director Name

Scott C. Hensel

Street Address

19001 Crescent Springs Drive

City

State

Zip

Kingwood

Texas

77339

10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

1,000 SHS \$.01 PAR VALUE

ISSUED SHARES

Number of Shares

Class/Series

Par Value

1,000

Common

.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 0 0 4 8 *

File Date:

3/12/97

Mar 12 12 00 AM '97

Check No.:

03737

RECEIVED SECRETARY OF STATE

By:

John H. Spurgin, II

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

John H. Spurgin, II

Print or Type Name of Officer

Secretary

Title of Officer

OFFICERS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

NAME	TITLE	ADDRESS
Paul J. Sarvadi	President	19001 Crescent Springs Drive Kingwood, TX 77339-3802
Scott C. Hensel	Vice President	19001 Crescent Springs Drive Kingwood, TX 77339-3802
A. Steve Arizpe	Vice President	19001 Crescent Springs Drive Kingwood, TX 77339-3802
John H. Spurgin, II	Secretary	19001 Crescent Springs Drive Kingwood, TX 77339-3802
Richard G. Rawson	Vice President, Treasurer	19001 Crescent Springs Drive Kingwood, TX 77339-3802

DIRECTORS

ADMINISTAFF COMPANIES, INC.
19001 Crescent Springs Drive
Kingwood, TX 77339-3802

NAME	ADDRESS
Paul J. Sarvadi	19001 Crescent Springs Drive Kingwood, TX 77339-3802
Scott C. Hensel	19001 Crescent Springs Drive Kingwood, TX 77339-3802
Richard G. Rawson	19001 Crescent Springs Drive Kingwood, TX 77339-3802

\\states\\adminco dir

January 2, 1997