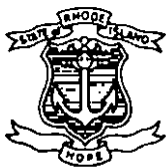


Filing Fee: \$100.00

ID Number:

142048



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

LIMITED PARTNERSHIP

APPLICATION FOR CERTIFICATE OF REGISTRATION
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-13-49 of the General Laws, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the state of Rhode Island and for that purpose submits the following statement:

1. The name of the limited partnership is IM Solutions Texas LP *af*
(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")
and, if different, the name which it proposes to register and transact business in the state of Rhode Island is:

2. The limited partnership is organized under the laws of Delaware
and the date of its formation is December 10, 2003

3. The general character of the business it proposes to transact in Rhode Island is:
Information Technology Staffing Service, to include contract to hire, long and short term contracting and direct placement.

4. The name and address of the agent for service of process is C T CORPORATION SYSTEM
(Name of Agent)
10 Weybosset Street Providence , RI 02903
(Street Address, not P.O. Box) (City/Town) (Zip Code)

5. The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.

6. The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:
12140 Woodcrest Executive Dr. Suite 300
St. Louis MO 63141

FILED
AUG 10 2004

Bv *[Signature]* C 40697

7. The name and business address of each general partner is:

<u>General Partner</u>	<u>Business Address</u>
IntelliMark Inc.	12140 Woodcrest Executive Dr. Suite 300 St. Louis MO 63141
_____	_____
_____	_____
_____	_____
_____	_____

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

12140 Woodcrest Executive Dr. Suite 300 St. Louis MO 63141

9. A mailing address for the foreign limited partnership is 12140 Woodcrest Executive Dr. Suite 300 St. Louis MO 63141

10. As of the date of this filing, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation.

Date: July 26, 2004

IM Solutions Texas LP

Print Exact Name of Limited Partnership Making Application

By

Richard T. Kalbfleish
General Partner

IntelliMark Inc. Richard T Kalbfleish Asst Secretary/Asst Treasurer

STATE OF Missouri
COUNTY OF St Louis

In St Louis, Missouri, on this 26th day of July, 2004, personally appeared before me Richard T. Kalbfleish who, being by me first duly sworn, declared that he/she is a general partner of IntelliMark Inc., that he/she signed the foregoing document as a general partner of the limited partnership, and that the statements herein contained are true.

Deborah L. Weaver
Notary Public
My Commission Expires: Sept. 29, 2007

DEBORAH L. WEAVER
Notary Public - Notary Seal
STATE OF MISSOURI
Jefferson County
My Commission Expires: Sept. 29, 2007

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IM SOLUTIONS - TEXAS, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JULY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

RECEIVED
JUL 14 11 22 AM '04
DELAWARE



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040516447

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3232667

DATE: 07-14-04