

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) AUGUST 29, 2001

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TEAMSTAFF, INC.

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(Exact name of Registrant as specified in charter)

NEW JERSEY

0-18492

22-1899798

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(State or other jurisdic-  
tion of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

300 ATRIUM DRIVE, SOMERSET, N.J.

08873

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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (732) 748-1700

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(Former name or former address, if changed since last report.)

ITEM 2. ACQUISITION OR DISPOSITION OF ASSETS.  
 ITEM 5. OTHER EVENTS

TeamStaff, Inc. ("Teamstaff or the "Company") announced the results of its Annual Meeting of Shareholders held on Wednesday August 29, 2001. As set forth in the Proxy Statement dated as of August 7, 2001, shareholders were requested to vote upon and approve the election of directors and the proposed reverse subsidiary merger with BrightLane.com, Inc.

On the record date of July 31, 2001, there were 8,079,553 shares outstanding.

1. Election of Directors

Shareholders approved the election of the following Class 2 Directors:

| NOMINEES<br>- - - - - | Votes Cast<br>FOR<br>- - - - - | % Cast<br>FOR<br>- - - - - | Withhold<br>AUTHORITY TO VOTE<br>- - - - - | %<br>WITHELD<br>- - - - - |
|-----------------------|--------------------------------|----------------------------|--|---------------------------|
| John H. Ewing         | 6,716,799                      | 96%                        | 261,064                                    | 4%                        |
| Rocco J. Marano       | 6,716,799                      | 96%                        | 261,064                                    | 4%                        |
| Charles R. Dees, Jr   | 6,716,799                      | 96%                        | 261,064                                    | 4%                        |

In accordance with the Agreement and Plan of Merger dated as of March 6, 2001 among TeamStaff, Inc., BrightLane.com, Inc. and TeamSub, Inc., and as described in the Proxy Statement, following consummation of the transaction with BrightLane, the foregoing persons will resign from the Board of Directors and the Board will be reconstituted as follows:

| NAME               | DIRECTOR CLASS | TERM EXPIRES |
|--------------------|----------------|--------------|
| Donald MacLeod     | Class 3        | 2002         |
| Martin Delaney     | Class 3        | 2002         |
| T. Stephen Johnson | Class 1        | 2003         |
| William Marino     | Class 1        | 2003         |
| Susan Wolken       | Class 1        | 2003         |
| Karl Dieckmann     | Class 2        | 2004         |
| Donald Kappauf     | Class 2        | 2004         |
| David Carroll      | Class 2        | 2004         |

## 2. Proposal to Approve BrightLane Transaction

Shareholders were requested to approve and adopt the issuance of up to 8,216,631 shares of Common Stock, and related transactions, as contemplated in the Agreement and Plan of Merger, dated as of March 6, 2001, as amended, by and among TeamStaff, Inc., BrightLane.com, Inc. and TeamSub, Inc.. The proposal was approved by the following votes:

| Votes Cast<br>For Adoption<br>OF PROPOSAL<br>----- | Votes Cast<br>Against Adoption<br>OF PROPOSAL<br>----- | ABSTAINED<br>----- | Withheld<br>Authority<br>TO VOTE<br>----- |
|--|--|--------------------|---|
| 4,495,361  | 36,823   | 25,575             | 1,907,905                                 |

Of the shares entitled to vote and voting at the meeting (either by proxy or in person), approximately 69% voted in favor of the proposal related to the BrightLane transaction and approximately 29% withheld authority to vote

The parties anticipate closing to be effective on Friday, August 31, 2001.

## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: August 30, 2001

TEAMSTAFF, INC.  
(Registrant)

By/s/ Donald Kappauf

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Donald Kappauf  
Chief Executive Officer