

FOUW0005533

CAPITOL SERVICES d/b/a
 PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)
 1406 Hays Street, Suite 2
 (Address)
 Tallahassee, FL 32301 (904) 656-3992
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

100003413251--3
 -10/04/00--01002--012
 *****70.00 *****70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ADP TotalSource of CO XXIII, Inc.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

Walk in
 Pick up time
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

5
Stamped

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

By
10/3

Examiner's Initials

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. ADP TOTALSOURCE OF CO XXIII, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. COLORADO 3. 84-1218158
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12-10-92 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 10200 Sunset Drive
Miami, FL 33173
(Current mailing address)

8. Employee leasing.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: NRAI Services, Inc.

Office Address: 526 East Park Avenue

Tallahassee, Florida, 32301
(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

NRAI Services, Inc.

Geraldine Miranda

(Registered agent's signature)

Geraldine Miranda

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

SEE ATTACHED

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

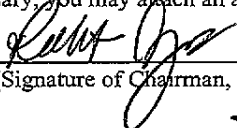
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

(Typed or printed name and capacity of person signing application)



Robert J. Singer, V.P.

Directors, Officers Report

ADP TotalSource CO XXIII, Inc.

Tuesday, September 26, 2000

DIRECTORS

Robert J. Singer **Director**
Primary Address: One ADP Boulevard
Roseland, New Jersey 07068
Primary Phone: (973) 974-5000
Home Address: 5 Tanger Drive
Livingston, New Jersey 07039

OFFICERS

Robert J. Singer **Vice President and Secretary**
Primary Address: One ADP Boulevard
Roseland, New Jersey 07068
Primary Phone: (973) 974-5000
Home Address: 5 Tanger Drive
Livingston, New Jersey 07039

Carlos Rodriquez **President and CCO**
Primary Address: 10200 Sunset Drive
Miami, FL 33173
Primary Phone: None given
Home Address: None given

Carlos Saladrigas **CEO**
Primary Address: 10200 Sunset Drive
Miami, FL 33173
Primary Phone: None given
Home Address: None given

Sergio Fernandez **Treasurer and Chief Financial Officer**
Primary Address: 10200 Sunset Drive
Miami, FL 33173
Primary Phone: None given
Home Address: None given

Gregory Busko **Assistant Secretary**
Primary Address: 5800 Windward Parkway
Alpharetta, GA 30005
Primary Phone: None given
Home Address: None given

William Cueto **Assistant Secretary**
Primary Address: 10200 Sunset Drive
Miami, FL 33173
Primary Phone: None given
Home Address: None given

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STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

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TALLAHASSEE, FLORIDA

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

ADP TOTALSOURCE OF CO XXIII, INC.
(COLORADO CORPORATION)

FILE # 19921117548 WAS FILED IN THIS OFFICE ON December 10, 1992
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: September 18, 2000

Donetta Davidson

SECRETARY OF STATE