

4.
FO1000001139

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PAYROLL OUTSOURCING PLUS, INC
(Name of corporation - must include suffix)

Dear Sir or Madam:

900003767329--1
-02/26/01--01075--008
*****70.00 *****70.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation
to transact business in Florida.

Please return all correspondence concerning this matter to the following:

CHERYL L SMALL

(Name of Person)

PAYROLL OUTSOURCING PLUS, INC

(Firm/Company)

475 PARK AVENUE SOUTH

(Address)

NEW YORK, NEW YORK 10016

(City/State and Zip code)

For further information concerning this matter, please call:

CHERYL SMALL

(Name of Person)

at (212) 584-9150

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy
- 2/28

**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. PAYROLL OUTSOURCING PLUS, 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. NEW YORK 3. 13-4046537
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/23/99 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. JANUARY 2, 2001
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 475 PARK AVENUE SOUTH
NEW YORK, NY 10016
(Current mailing address)

8. TEMPORARY STAFFING
(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: United Corporate Services, Inc.

Office Address: 9200 South Dadeland Blvd. - Suite 15
Miami, Florida, 33156
(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.

By: 
(Registered agent's signature)
Michael Barr, President

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: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: CHERYL L SMALL - D8D-36-4972

Address: 300 MERCER STREET
NEW YORK, NY 10003

Vice President: _____

Address: _____

Secretary: MERLE GREENE STEINBERG 125-36-2651

Address: 145 EAST 27th STREET
NEW YORK, NY 10016

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. CHERYL L SMALL, PRESIDENT

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

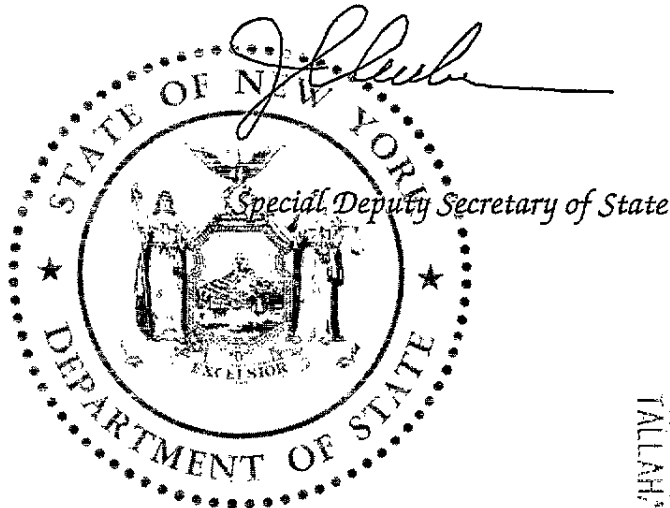
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TALLAHASSEE, FLORIDA

State of New York | ss:
Department of State

I hereby certify, that the Certificate of Incorporation of PAYROLL
OUTSOURCING PLUS, INC. was filed on 02/23/1999, with perpetual duration,
and that a diligent examination has been made of the Corporate index for
documents filed with this Department for a certificate, order, or record
of a dissolution, and upon such examination, no such certificate, order
or record has been found, and that so far as indicated by the records of
this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 24th day of January
two thousand and one.*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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