

CT CORPORATION SYSTEM

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CORPORATION(S) NAME

Ceridian Corporation

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04/04/01-01004-004
*****70.00 *****70.00

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> CUS
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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DIVISION OF CORPORATIONS
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Order#: 3758834

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Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

cjc
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Ind

4/6/01

**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. Ceridian Corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 41-1981625
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 08/08/2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 03/27/2001
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3311 East Old Shakopee Road, Minneapolis, MN 55425
(Principal office address)
- same
(Current mailing address)

- Provide information services and transaction processing to the human resource services and transportation markets.
8. Provide information services and transaction processing to the human resource services
in home state or country to be carried out in state of Florida and transportation markets.
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

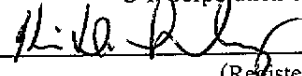
Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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:  C T Corporation System
(Registered agent's signature) **Kevin D. Lumberg**
Asst. Secy.

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

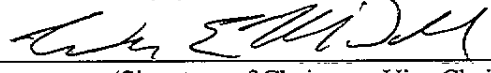
Secretary: _____

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. William E. McDonald, Vice President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Directors, Officers Report

Ceridian Corporation

DIRECTORS	BUSINESS ADDRESS
William J. Cadogan Primary Address:	Director 18530 Bearpath Trail Eden Prairie, MN 55347
Bruce R. Bond Primary Address:	Director 219C Ipswich Road Boxford, MA 01921
Nicholas D. Chabraja Primary Address:	Director General Dynamics Corporation 3190 Fairview Park Drive Falls Church, VA 22042-4523
Robert H. Ewald Primary Address:	Director E-Stamp Corporation 2051 Stierlin Court Mountain View, CA 94043
Ronald T. LeMay Primary Address:	Director Sprint Corporation 2330 Shawnee Mission Parkway Westwood, KS 66205
George R. Lewis Primary Address:	Director 236 South Lake Drive Stamford, CT 06903
Ronald L. Turner Primary Address:	Director Ceridian Corporation 3311 East Old Shakopee Road Minneapolis, MN 55425
Carole J. Uhrich Primary Address:	Director 20 Pier Seven Constellation Wharf Charlestown, MA 02129-4225
Paul S. Walsh Primary Address:	Director Diegeo plc 8 Henrietta Place London W1M 9AG. England

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TALLAHASSEE, FLORIDA

Ceridian Corporation

OFFICER

BUSINESS ADDRESS

Ronald L. Turner
Primary Address:

Chairman, President & Chief Executive Officer

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

John R. Eickhoff
Primary Address:

Executive Vice President & Chief Financial Officer

Ceridian Corporation
3311 East Old Shakopee Road.
Minneapolis, MN 55425

Loren D. Gross
Primary Address:

Vice President & Corporate Controller

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

Tony G. Holcombe
Primary Address:

Executive Vice President, President, Ceridian Employer/Employee Services

Ceridian Corporation
5301 Maryland Way
Brentwood, TN 37027

Shirley J. Hughes
Primary Address:

Senior Vice President, Human Resources

Ceridian Corporation
3311 East Old Shakopee Road
Bloomington, MN 55425

Gary A. Krow
Primary Address:

Executive Vice President & President, Comdata

Comdata Network, Inc.
5301 Maryland Way
Brentwood, TN 37027

Gary M. Nelson
Primary Address:

Vice President, General Counsel & Secretary

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425 USA

James R. Burkle
Primary Address:

Vice President, Corporate Tax

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

John H. Grierson
Primary Address:

Vice President & Treasurer

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

Ann M. Curme
Primary Address:

Vice President & Assistant Secretary

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

William E. McDonald
Primary Address:

Vice President & Deputy Secretary

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

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Ceridian Corporation

OFFICERS

BUSINESS ADDRESS

A. Reid Shaw

Vice President & Assistant Secretary

Primary Address:

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

David B. Kuhnau

Assistant Treasurer

Primary Address:

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

David T. Moen

Assistant Secretary

Primary Address:

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

Lynne T. Bowman

Assistant Secretary

Primary Address:

Ceridian Corporation
3311 East Old Shakopee Road
Minneapolis, MN 55425

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CERIDIAN CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF MARCH, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CERIDIAN CORPORATION" WAS INCORPORATED ON THE EIGHTH DAY OF AUGUST, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3271631 8300

AUTHENTICATION: 1055220

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DATE: 03-30-01