

# F05000001694

NO. 024 001

Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850)205-0383

From:  
Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850)222-1173  
Fax Number : (850)224-1640

0631.36003

SECRETARY OF STATE  
FALL WASH  
2005 MAR 17 A 9:00

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DIVISION OF CORPORATION

## FOREIGN PROFIT QUALIFICATION

### ADP TOTALSOURCE CO XXII, INC.

Certificate of Status	0
Certified Copy	1
Page Count	045
Estimated Charge	\$78.75

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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 CO XXII, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Colorado 3. (FEI number, if applicable)

4. September 14, 1988 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification (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. 10200 Sunset Drive, Miami, FL 33173 (Principal office address)

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: 2731 Executive Park Drive, Suite 4

Weston, Florida 33331 (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.

NRAI Services, Inc.

By: Geraldine Miranda (Registered agent's signature)

Geraldine Miranda, Assistant Secretary

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:

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**A. DIRECTORS**

Chairman: SEE ATTACHED LIST

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: SEE ATTACHED LIST

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 Director or Officer listed in number 12 of the application)

14. Robert J. Singer, Secretary

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

SECRETARY'S OFFICE  
TALLAHASSEE, FLORIDA  
2005 MAR 17 A 9:00

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**List of Officers & Directors**

**ADP TotalSource CO XXII, Inc.**

**Officers:**

<b>Carlos Rodriguez</b>	<b>President</b>
<b>Robert J. Singer</b>	<b>Secretary</b>
<b>Sergio Fernandez</b>	<b>CFO</b>
<b>William Cueto</b>	<b>Assistant Secretary</b>

**Director:**

<b>Robert J. Singer</b>	<b>Director</b>
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**Address:**

**10200 Sunset Drive  
Miami, Florida 33173**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2005 MAR 17 A 9:00

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OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

**CERTIFICATE**

I, Donetta Davidson, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

ADP TOTALSOURCE CO XXII, INC.

is a  
Corporation

formed or registered on 09/14/1988 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19881085438 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 02/28/2005 that have been posted, and by documents delivered to this office electronically through 03/08/2005 @ 13:46:59 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 03/08/2005 @ 13:46:59 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6166993 .



SECRETARY OF STATE  
MAR 17 A 9:00  
6166993

*Donetta Davidson*

Secretary of State of the State of Colorado

\*\*\*\*\*End of Certificate\*\*\*\*\*

*Notes: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/sos/CertificateSearchQtrck.do>, entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/ Web Business Center> and select "Frequently Asked Questions."*

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