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## **COVER LETTER**

	ew Filing Section vision of Corporations				
SUBJEC'	T: Associated	Payroll Co	nsultani	ts, Inc.	
	_	(Name of corp	oration - n	oust include suffic	<b>(</b> )
Dear Sir or	Madam:				
"Certificate					sact Business in Florida," enced foreign corporation to
Please retu	rn all correspondence	concerning this r	natter to th	e following:	
Paul J.	Petras, Esq.				
<del></del>		(Na	me of Pers	on)	
		(Fir	m/Compar	<u> </u>	
60 Hill	Iside Avenue	(1.11	ni Compai	•))	
	iside Aveilde	<del></del>	(Address)		
Manhass	set, New York 11		(1.1-41.455)		
	<del></del>	(City/S	State and Z	ip code)	
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For further	information concerning	g this matter, ple	ease call:		
Paul J	. Petras, Esq.	. =	16 .	869-8866	
	lame of Person)	at (_5)		& Daytime Telep	hone Number)
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Ne Div Cli 260	REET/COURIER AT w Filing Section vision of Corporations of the Building 61 Executive Center Ciliahassee, FL 32301			MAILING New Filing S Division of C P.O. Box 63 Tallahassee,	Section Corporations 27
Enclosed is	a check for the follow	ing amount:			
<b>∕</b> \$70.00 F	Filing Fee \$78.7 Cert	5 Filing Fee & ificate of Status		75 Filing Fee & tified Copy	\$87.50 Filing Fee, Certificate of Status & Certified Copy

## 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.

	<u>ed Payroll Consultants, Inc</u>					
	orporation; must include "INCORPORAT orp," "Inc," "Co," or "Corp.")	ED,"	"COMPANY," "CORPORATION,"			
(If name unavail	able in Florida, enter alternate corporate na	ıme a	dopted for the purpose of transacting busin	ess in Flori	da)	
2. New York		3.	65-1213256			
	under the law of which it is incorporated)		(FEI number, if applicable)			
4. January	12, 2004	5.	perpetual			
(Date	of incorporation)		(Duration: Year corp. will cease to exist o	r "perpetua	1")	
6						
			Florida, if prior to registration)  22, F.S., to determine penalty liability)			
7. 1211 N. I	Westshore Boulevard, Suite	202	, Tampa, F1. 33607			
	(Principal office	addr	ess)			
50 Jacks	on Avenue, 3rd Floor, Syoss	et,	New York 11791			
	(Current mailing					
	offices					
(Purpose(s	i) of corporation authorized in home state of	or cou	untry to be carried out in state of Florida)	<u>i</u>	30	
9. Name and stree	et address of Florida registered agent: (	(P.O	. Box NOT acceptable)	. T 🔼	S MAY	,•
Name:	Warrem Simon		<u></u>	SS.	Y 12	 Grane e
Office Address:	1211 N. Westshore Blvd.	<b>,</b> S	te. 202		PH	
	Tampa		, Florida <u>33607</u>	07 <u>-</u>		
	(City)		(Zip code)	ATE RIDA	<u>ვ</u>	

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.

(Registered agent's signature)

<sup>11.</sup> 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. DIRECTO	DRS
Chairman:	Warren Simon
Address:	1211 N. Westshore Blvd., Suite 202, Tampa, Fl. 33607
Vice Chairman:	
Address:	
Director:	
B. OFFICER	
	Warren Simon
Address:	1211 N. Westshore Blvd., Ste. 202, Tampa, Fl 33607
<u></u>	
Vice President:	
Address:	
Secretary:	
Address:	
Treasurer:	
Address:	
NOTE: If nec	essary, 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. <u>Warre</u>	(Typed or printed name and capacity of person signing application)
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## State of New York Department of State } ss:

I hereby certify, that the Certificate of Incorporation of ASSOCIATED PAYROLL CONSULTANTS, INC. was filed on 01/12/2004, 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 an existing corporation. I further certify the following:

A Certificate of Amendment was filed on 03/27/2006.

I further certify, that no other documents have been filed by such Corporation.



Witness my hand and the official seal of the Department of State at the City of Albany, this 25th day of April two thousand and six.

Daniel Shapiro

Special Deputy Secretary of State

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