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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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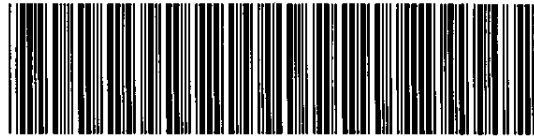
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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RECEIVED  
07 AUG 21 PM 12:35  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
STATE

FILED  
2007 AUG 21 AM 10:21  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

J. Shivers AUG 22 2007



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 058934 7177039

AUTHORIZATION :

COST LIMIT :

*[Handwritten signature]*

ORDER DATE : August 16, 2007

ORDER TIME : 11:13 AM

ORDER NO. : 058934-010

CUSTOMER NO: 7177039

FOREIGN FILINGS

NAME: STRATEGIC OUTSOURCED HR, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis -- EXT# 2926

EXAMINER: \_\_\_\_\_

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2007 AUG 21 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. Strategic Outsourced HR, 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. Indiana

(State or country under the law of which it is incorporated)

3. 35-2051312

(FEI number, if applicable)

4. July 06, 1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

Suite 140, 5260 Parkway Plaza Blvd

7. Charlotte, NC 28217

(Principal office address)

Suite 140, PO Box 241448, Charlotte, NC 282241448

(Current mailing address)

Human Resource Consulting To engage in any act or activity for which corporations may be organized.

8. \_\_\_\_\_

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(Zip code)

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TALLAHASSEE, FLORIDA

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.*

Corporation Service Company

By: \_\_\_\_\_

(Registered agent's signature)

Assistant Vice President

**Harry B. Davis**  
**Asst. Vice 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 business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

**B. OFFICERS**

President: See attached officers/directors rider

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. Michael W. Willson, Secretary  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

## **OFFICERS/DIRECTORS RIDER**

FL-Application by Foreign Corporation for Authorization

Strategic Outsourced HR, Inc.

### **List of Officers**

**Name:** Carl W Guidice Jr. **Title:** CEO/President  
**Bus. Addr.:** PO Box 241448, Charlotte, NC 282241448

**Name:** Michael W. Willson **Title:** Sec/VP  
**Bus. Addr.:** PO Box 241448, Charlotte, NC 282241448

**Name:** Raymond A. Parker **Title:** Senior VP  
**Bus. Addr.:** PO Box 241448, Charlotte, NC 282241448

### **List of Directors**

**Name:** Carl W. Guidice Jr. **Term:** Dec 31, 2010  
**Bus. Addr.:** PO Box 241448, Charlotte, NC 282241448

**STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE  
CERTIFICATE OF EXISTENCE**

To Whom These Presents Come, Greetings:

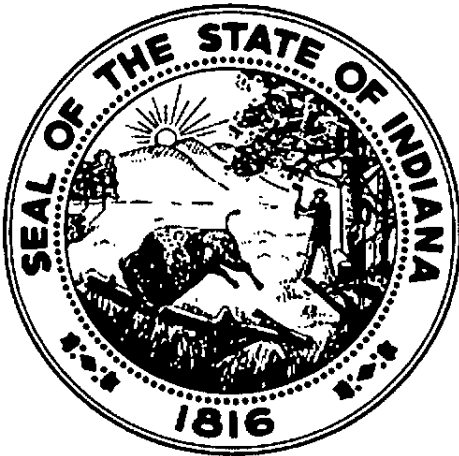
I, TODD ROKITA, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records, and proper official to execute this certificate.

I further certify that records of this office disclose that

**STRATEGIC OUTSOURCED HR, INC.**

duly filed the requisite documents to commence business activities under the laws of State of Indiana on July 06, 1998, and was in existence or authorized to transact business in the State of Indiana on August 16, 2007.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the city of Indianapolis, this Sixteenth Day of August, 2007.

A handwritten signature in black ink that reads "Todd Rokita". The signature is fluid and cursive.

TODD ROKITA, Secretary of State

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