

To: Division of Corporations
Subject: 000631.7980

From: Marlene Estrada

Tuesday, January 08, 2008 4:12 PM Page: 1 of 3

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

VIRTUALEDGE CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	06
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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. **VIRTUALEDGE CORPORATION**

(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. **Delaware**

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

3. _____

(FEI number, if applicable)

4. **August 10, 2000**

(Date of incorporation)

5. **perpetual**

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

6. **upon filing**

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. **One ADP Blvd. Roseland, New Jersey 07068**

(Principal office address)

One ADP Blvd. Roseland, New Jersey 07068

(Current mailing address)

8. **Electronic Data Processing**

(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: **NRAI Services, Inc.**

Office Address: **2731 Executive Park Dr., Ste 4**

Weston

(City)

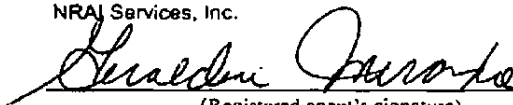
Florida 33331

(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.



(Registered agent's signature) Geraldine Mirando, Assistant 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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED

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

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Directors / Officers Report

As of 12/31/2007

VirtualEdge Corporation

Directors

Currently Authorized:	Min:	Max:	Quorum:
Comment:			

James B. Benson

Director

Primary Address: One ADP Boulevard
Roseland, New Jersey 07068
Home Address: 110 Riverside Drive
New York, New York 10024

Raymond L. Colotti

Director

Primary Address: Delaware
Home Address: 13 Summit Rd
Verona, NJ 07044 (USA)

Robert J. Singer

Director

Primary Address: One ADP Boulevard
Roseland, New Jersey 07068
Home Address: 28 Whalen Court
West Orange, New Jersey 07052

Officers

James B. Benson

President and Secretary

Primary Address: One ADP Boulevard
Roseland, New Jersey 07068
Home Address: 110 Riverside Drive
New York, New York 10024

Raymond L. Colotti

Vice President and Treasurer

Primary Address: Delaware
Home Address: 13 Summit Rd
Verona, NJ 07044 (USA)

Thomas DeLorenzo

Assistant Secretary

Primary Address: One ADP Boulevard
Roseland, New Jersey 07068
Home Address: 13 Fairview Drive
Basking Ridge, New Jersey 07920

Charles Gibbons

Assistant Secretary

Primary Address: 21 Stavola Road
Middletown, New Jersey 07748 (United States)
Home Address: 21 Stavola Road
Middletown, New Jersey 07748 (United States)

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Directors / Officers Report

As of 12/31/2007

VirtualEdge Corporation

Robert J. Singer

Assistant Secretary

Primary Address: One ADP Boulevard
Roseland, New Jersey 07068
Home Address: 28 Whalen Court
West Orange, New Jersey 07052

Christopher R. Reidy

Vice President and Controller

Primary Address: One ADP Boulevard
Roseland, New Jersey 07068 (United States)
Home Address: 20 Hampton Road
Cranford, New Jersey 07016 (United States)

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VIRTUALEDGE 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 TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2007.

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

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

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

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TALLAHASSEE, FLORIDA

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You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6269030

DATE: 12-28-07

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