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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

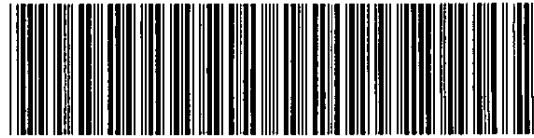
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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J. 6/22/10



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 421665 71770397

AUTHORIZATION :

Liquidation

COST LIMIT : \$ 70.00

ORDER DATE : June 18, 2010

ORDER TIME : 11:23 AM

ORDER NO. : 421665-005

CUSTOMER NO: 7177039

FOREIGN FILINGS

NAME: MAYBERRY HR OUTSOURCING, 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: Jeanine Reynolds -- EXT# 2933

EXAMINER: _____

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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. MAYBERRY HR OUTSOURCING, 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. North Carolina 3. 200921506
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 16, 2004 5. Perpetual
(Date of incorporation) (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)

7. Charlotte, NC 28217
(Principal office address)
Suite 140, PO Box 241448, Charlotte, NC 282241448
(Current mailing address)

8. Human Resource and payroll services To engage in any act or activity for which corporations may be organized.
(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)

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: [Signature]
(Registered agent's signature)
Assistant Vice President

Jeanine Reynolds
as its agent

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:

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A. DIRECTORS

Chairman: See attached officers/directors rider

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Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

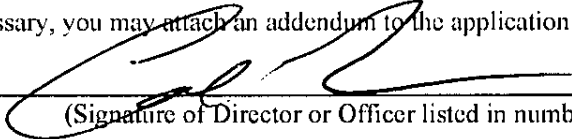
Secretary: _____

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. Carl W Guidice Jr, President
(Typed or printed name and capacity of person signing application)

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Mayberry IIR Outsourcin, Inc.

List of Officers

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

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

Name: Gilbert E Aleman **Title:** VP
Bus. Addr.: PO Box 241448, Charlotte , NC 282241448

Name: Ward E Harkness **Title:** Asst Sec
Bus. Addr.: PO Box 241448, Charlotte , NC 282241448

Name: Joseph F Woodruff III **Title:** Asst Treas
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

Name: Anthony M Danon **Term:** Dec 31, 2010
Bus. Addr.: PO Box 241448, Charlotte , NC 282241448

Name: Marc A Utay **Term:** Dec 31, 2010
Bus. Addr.: 110 E 59th St Suite 2100, New York, NY 10022

Name: Eric D Kogan **Term:** Dec 31, 2010
Bus. Addr.: 110 E 59th St Suite 2100, New York, NY 10022

Name: Jonathan M Haas **Term:** Dec 31, 2010
Bus. Addr.: 110 E 59th St Suite 2100, New York, NY 10022

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NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify that

MAYBERRY HR OUTSOURCING, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 14th day of April, 2004, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 18th day of June, 2010.

Elaine F. Marshall

Secretary of State

