F14000001420

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

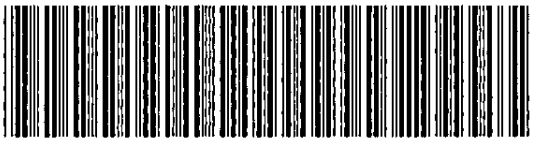
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000256498980

RECEIVED
DEPARTMENT OF STATE
14 MAR 31 PM 1:57

FILED
14 MAR 31 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04/01/14

CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 074970 7855275

AUTHORIZATION :

COST LIMIT : $ 70.00

ORDER DATE : March 28, 2014

ORDER TIME : 11:44 AM

ORDER NO. : 074970-045

CUSTOMER NO: 7855275

FOREIGN FILINGS

NAME: PAYCOM SOFTWARE, 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: Susie Knight -- EXT# 52956

EXAMINER: _____

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. Paycom Software, 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. Delaware
(State or country under the law of which it is incorporated)

3. 80-0957485
(FEI number, if applicable)

4. 10/31/2013
(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. 7501 W. Memorial Road, Oklahoma City, OK 73142
(Principal office address)

7501 W. Memorial Road, Oklahoma City, OK 73142
(Current mailing address)

8. Any lawful 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)

FILED
14 MAR 31 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, 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 (City), Florida 32301 (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: Michele L. Abbott
(Registered agent's signature)

Michele L. Abbott
Assistant 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

Address: _____

_____

Vice Chairman: _____

Address: _____

_____

Director: _____

Address: _____

_____

Director: _____

Address: _____

_____

B. OFFICERS

President: See Attached

Address: _____

_____

Vice President: _____

Address: _____

_____

Secretary: _____

Address: _____

Treasurer: Craig Boelte

Address: 7501 W. Memorial Road, Oklahoma City, OK 73142

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Craig Boelte, CFO

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

FILED
14 MAR 31 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Paycom Software Board of Directors

Title	Name	Address
DIR	Chad Richison	7501 W. Memorial Road, Oklahoma City, OK 73142
DIR	Robert Levenson	320 Park Ave #2500, New York, NY 10022
DIR	Robert A. Minicucci	320 Park Ave #2500, New York, NY 10022
DIR	Sanjay Swani	320 Park Ave #2500, New York, NY 10022
DIR	Conner Mulvee	320 Park Ave #2500, New York, NY 10022
DIR	Ted Peters	108 Browning Lane, Bryn Mawr, PA 19010

Paycom Software Officers

Title	Name	Address
Pres/CEO	Chad Richison	7501 W. Memorial Road, Oklahoma City, OK 73142
CFO	Craig Boelte	7501 W. Memorial Road, Oklahoma City, OK 73142
CSO	Jeffery York	7501 W. Memorial Road, Oklahoma City, OK 73142
CIO	William Kerber III	7501 W. Memorial Road, Oklahoma City, OK 73142

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PAYCOM SOFTWARE, INC." 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 THIRTY-FIRST DAY OF MARCH, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PAYCOM SOFTWARE, INC." WAS INCORPORATED ON THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2013.

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.

FILED
14 MAR 31 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jeffrey W. Bullock, Secretary of State

5395656 8300

140403162

AUTHENTICATION: 1251134

DATE: 03-31-14

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