

F98000006216

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Universal Payroll Processing, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

000002684110--E
-11/10/98--01032--003
*****70.00 *****70.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

F. J. (Jack) Buri

(Name of Person)

Universal Savings Bank, F. A.

(Firm/Company)

754 N. 4th Street, Suite 500

(Address)

Milwaukee, WI 53203

(City/State/Zip)

FILED
98 NOV 10 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

F. J. Buri

(Name of Person)

at (414) 297-4802

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

11/10/98



UNIVERSAL SAVINGS BANK, F.A.

November 6, 1998

Qualifications / Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Universal Payroll Processing, Inc.
Wellstreet Finance, Ltd.

Dear Sir or Madam:

I am enclosing a Transmittal Letter and Application by Foreign Corporation for Authorization to Transact Business in Florida for the above referenced corporations along with two checks in the amount of \$70 each, representing the filing fee.

Please return file-stamped copies of the approved Applications in the enclosed self-addressed, stamped envelope.

Very truly yours,

UNIVERSAL SAVINGS BANK, F.A.

Molly A. Johnson
Paralegal

414.297.4766

Encl.

320005.K82
320006.K81

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SECRETARY OF STATE
TALLAHASSEE, 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.

- FILED**
58 NOV 10 PM 2:42
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA
(acceptable)

(Registered agent's signature) Francis R. Regan, Asst 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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

Secretary: _____

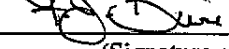
Address: _____

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. F. J. Buri, Secretary
(Typed or printed name and capacity of person signing application)

Universal Payroll Processing, Inc.

Officers:

Kenneth W. Biel	President	754 N. 4 th Street, Milwaukee, WI 53203
R. Michael Smith	Sr. Vice President	754 N. 4 th Street, Milwaukee, WI 53203
Kris C. Axberg	Treasurer	754 N. 4 th Street, Milwaukee, WI 53203
F. J. Buri	Secretary	754 N. 4 th Street, Milwaukee, WI 53203

Directors:

Kenneth W. Biel	754 N. 4 th Street, Milwaukee, WI 53203
Thomas V. Anderson	13072 Tyler Street, Crown Point, IN 46307

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UNIVERSAL PAYROLL PROCESSING, 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 TWENTY-THIRD DAY OF OCTOBER, A.D. 1998.



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Edward J. Freel
Edward J. Freel, Secretary of State

9369969

AUTHENTICATION:

DATE: 10-23-98