

F990000002455

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Payroll Management Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

MARION E. Brooks
(Name of Person)
PAYROLL MANAGEMENT INC.
(Firm/Company)
91 Ready Ave.
(Address)
Fort Walton Beach, FL 32548
(City/State/Zip)

99 MAY 12 AM 11:30
DIVISION OF CORPORATIONS

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

Ferry Hayes at (850) 243-5604
(Name of Person) (Area Code & Daytime Telephone Number)

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-05/12/99-01038-015
*****70.00 *****70.00

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

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TALLAHASSEE, FLORIDA

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

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TALLAHASSEE, FLORIDA

I, the undersigned MARION E BROOKS, do hereby certify
(Name)

that this Resolution of the Board of Directors of PAYROLL MANAGEMENT INC

(Corporate Name)

a corporation duly organized and existing under the laws of the State of DELAWARE

was duly adopted on MAY 12, 1999.

Be it resolved, that PAYROLL MANAGEMENT INC
(Corporate Name)

organized and existing in the State of DELAWARE, hereby adopts the name

PAYROLL MANAGEMENT INC OF DELAWARE for use in Florida.

Dated: MAY 12, 1999

Marion E. Brooks
Signature of either Chairman, Vice Chairman or any officer

MARION E BROOKS PRESIDENT
Type or print name

**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. Payroll Management Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE
(State or country under the law of which it is incorporated)
3. 593215020
(FEI number, if applicable)
4. Sept. 30, 1993
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Have not transacted / Registering to defend lawsuit and pursue lawsuit in FL.
business in FL. Employee Leasing is carried out in FL. by our Domestic FL. Corp.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 91 Ready Ave
Fort Walton Beach, FL 32548
(Current mailing address)
8. Employee Leasing (will not be carried out in FL.)
(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 or Mail Drop Box **NOT** acceptable)
Name: MARION E. BROOKS
Office Address: 91 Ready Ave.
Fort Walton Beach, Florida, 32548
(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.

Marion E. Brooks

(Registered agent's signature)

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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TALLAHASSEE, FLORIDA

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: MARION E. BROOKS

Address: 91 Ready Ave

Fort Walton Beach, FL 32548

Vice President: JANICE FOSTER BROOKS

Address: 91 Ready Ave.

Fort Walton Beach, FL 32548

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

13. JANICE FOSTER BROOKS

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

14. JANICE FOSTER BROOKS JR. V.P.

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

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PAYROLL MANAGEMENT, 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 SEVENTH DAY OF MAY, A.D. 1999.

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

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



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9732110

05-07-99