
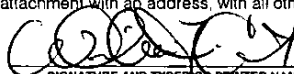


2005 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Jan 26, 2005 8:00 am
Secretary of State

01-26-2005 90028 043 ***150.00

| | | | | | |
|---|---------------------|--|---|---|--|
| DOCUMENT # H20911 | | | |  | |
| 1. Entity Name ADP TOTALSOURCE GROUP, INC. | | | | | |
| Principal Place of Business 10200 SUNSET DRIVE MIAMI, FL 33173-3033 | | | Mailing Address 10200 SUNSET DRIVE MIAMI, FL 33173-3033 | | |
| 2. Principal Place of Business | | | 3. Mailing Address | | |
| Suite, Apt. #, etc. | | | Suite, Apt. #, etc. | | |
| City & State | | | City & State | | |
| Zip | Country | Zip | Country | 4. FEI Number 59-2452823 | |
| | | | | Applied For Not Applicable | |
| 5. Certificate of Status Desired <input type="checkbox"/> | | | | \$8.75 Additional Fee Required | |
| 6. Name and Address of Current Registered Agent | | | | 7. Name and Address of New Registered Agent | |
| NRAI SERVICES, INC. 526 EAST PARK AVE. TALLAHASSEE, FL 32301 | | | | Name | |
| | | | | Street Address (P.O. Box Number is Not Acceptable) | |
| | | | | City | |
| | | | | FL | Zip Code |
| 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. | | | | | |
| SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____ | | | | | |
| FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 | | 9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> | | \$5.00 May Be Added to Fees | |
| 10. OFFICERS AND DIRECTORS | | | 11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 | | |
| TITLE | P | <input type="checkbox"/> Delete | TITLE | COO | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME | RODRIGUEZ, CARLOS A | | NAME | Dante Terzo | |
| STREET ADDRESS | 10200 SUNSET DRIVE | | STREET ADDRESS | 10200 Sunset Drive | |
| CITY-ST-ZIP | MIAMI, FL 33173 | | CITY-ST-ZIP | MIAMI, FL 33173 | |
| TITLE | AS | <input type="checkbox"/> Delete | TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | CUETO, WILLIAM | | NAME | | |
| STREET ADDRESS | 10200 SUNSET DR. | | STREET ADDRESS | | |
| CITY-ST-ZIP | MIAMI, FL 33173 | | CITY-ST-ZIP | | |
| TITLE | DC | <input checked="" type="checkbox"/> Delete | TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | STEWART, PETER | | NAME | | |
| STREET ADDRESS | 10200 SUNSET DRIVE | | STREET ADDRESS | | |
| CITY-ST-ZIP | MIAMI, FL 33173 | | CITY-ST-ZIP | | |
| TITLE | S | <input type="checkbox"/> Delete | TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | SINGER, ROBERT | | NAME | | |
| STREET ADDRESS | ONE ADP BOULEVARD | | STREET ADDRESS | | |
| CITY-ST-ZIP | ROSELAND, NJ 07068 | | CITY-ST-ZIP | | |
| TITLE | | <input type="checkbox"/> Delete | TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | | | NAME | | |
| STREET ADDRESS | | | STREET ADDRESS | | |
| CITY-ST-ZIP | | | CITY-ST-ZIP | | |
| TITLE | | <input type="checkbox"/> Delete | TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | | | NAME | | |
| STREET ADDRESS | | | STREET ADDRESS | | |
| CITY-ST-ZIP | | | CITY-ST-ZIP | | |
| 12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered. | | | | | |
| SIGNATURE:  | | | Date: 1/4/05 (305) 030-1000 | | |
| SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR | | | Date Daytime Phone # | | |

50006958



01042005 Chg-P CR2E034 (10/03)

Officers/Directors of ADP TotalSource, Inc.

ATTACHMENT
#H20911
50006958

| NAME | TITLE | BUSINESS ADDRESS |
|---------------------|------------------------------|---|
| Carlos A. Rodriguez | President/CFO | 10200 Sunset Drive Miami, FL 33173 |
| Robert J. Singer | Secretary & Sole Director | One ADP Boulevard Roseland, NJ 07068 |
| William F. Cueto | Assistant Secretary | 10200 Sunset Drive Miami, FL 33173 |
| Dante Terzo | COO | 10200 Sunset Drive Miami, FL 33173 |