

LEB 000048896

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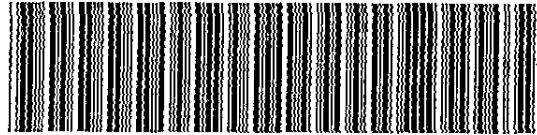
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
ADVANTECH SOLUTIONS PAYROLL SERVICES L.L.C.**

The undersigned member, acting as a member of the captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization:

ARTICLE I

Name

The name of this limited liability company is ADVANTECH SOLUTIONS PAYROLL SERVICES L.L.C. (the "Company") and its principal office and mailing address is 1410 North Westshore Boulevard, Suite 600, Tampa, Florida 33607.

ARTICLE II

Effective Date

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III

Purpose of Organization

The Company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under Florida law.

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ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 1410 North Westshore Boulevard, Suite 600, Tampa, Florida 33607, and the initial registered agent of the corporation at such address is DAVID VOLPI.

ARTICLE V

Management of the Company

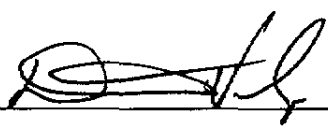
The Company shall be managed by its Members in the manner set forth in the Company's Operating Agreement.

ARTICLE VI

Operating Agreement

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 19th day of November, 2003.

By: 

Name: David D Volpi

Title: President

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TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to the provisions of §§48.091 and 608.415, *Florida Statutes*, ADVANTECH SOLUTIONS PAYROLL SERVICES LLC., desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates DAVID VOLPI, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 1410 North Westshore Boulevard, Tampa, Florida, the business of its Registered Agent, as its Registered Office.

By: 

Name: David D. Volpi

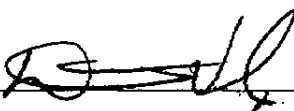
Title: President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

By: 

Name: DAVID VOLPI

Title: President