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(Address)

(City/State/Zip/Phone #)

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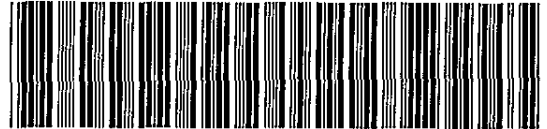
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Progressive Employer Services V, LLC

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☐ Art of Inc. File _____
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☐ Certificate of Fictitious Name _____
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☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ Courier _____

Signature _____

Requested by: _____

Name _____

Date 7/22/04

Time 10:00

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Will Pick Up _____

**ARTICLES OF ORGANIZATION
OF
PROGRESSIVE EMPLOYER SERVICES V, LLC**

The undersigned, being authorized to execute and file these **ARTICLES OF ORGANIZATION OF PROGRESSIVE EMPLOYER SERVICES V, LLC**, hereby certifies that:

ARTICLE I – Name

The name of the Limited Liability Company is: **PROGRESSIVE EMPLOYER SERVICES V, LLC**

ARTICLE II – Address

The mailing address and street address of the principal office of the Limited Liability Company are:

Street Address: 7560 Commerce Ct., Sarasota, Florida 34243

Mailing Address: 7560 Commerce Ct., Sarasota, Florida 34243

**ARTICLE III – Registered Agent,
Registered Office, and Registered Agent's Signature**

The name and the Florida street address of the initial registered agent are:

Name: Michael P. Corley

Street Address: 7560 Commerce Ct., Sarasota, Florida 34243

STATEMENT ACCEPTING APPOINTMENT AS 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 related 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 of the Florida Statutes.


Michael P. Corley

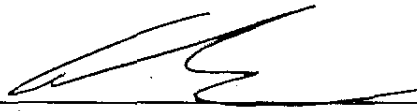
**ARTICLE IV – Initial President’s Authority to
Bind the Limited Liability Company to Initial Operating Agreement**

Michael P. Corley is the initial President of the Limited Liability Company. In his capacity as the initial President of the Limited Liability Company, **Michael P. Corley** is hereby authorized to sign and bind the Limited Liability Company to an initial Operating Agreement signed by all of the members of the Limited Liability Company.

ARTICLE V–Effective Date

The effective date of these Articles will be the date on which these Articles are filed.

IN WITNESS WHEREOF, I have signed these **ARTICLES OF ORGANIZATION OF PROGRESSIVE EMPLOYER SERVICES V, LLC** as a member or as an authorized representative of a member. In accordance with Section 608.408(3) of the Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Michael P. Corley