

L08000021344

Division of Corporations

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Florida Department of State
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VERITAS EMPLOYER SERVICES II, LLC

Certificate of Status	0
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Page Count	03
Estimated Charge	\$55.00

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EXAMINER

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
VERITAS EMPLOYER SERVICES II, LLC**

VERITAS EMPLOYER SERVICES II, LLC, a Florida limited liability company, filed its original Articles of Organization with the Florida Department of State on February 29, 2008, and was assigned document number L08000021944.

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, the undersigned, being an authorized representative of the Members of the Company pursuant to a resolution duly adopted by its Members, hereby adopts the following Amended and Restated Articles of Organization:

ARTICLE I-NAME

The name of this limited liability company shall be VERITAS EMPLOYER SERVICES II, LLC (the "Company").

ARTICLE II-STREET AND MAILING ADDRESS

The street and mailing address of the principal office of the Company is:

8359 Beacon Boulevard, Suite 207
Fort Myers, Florida 33907

ARTICLE III-EFFECTIVE DATE

This limited liability company was organized on February 29, 2008, and shall terminate as provided for in the Operating Agreement.

ARTICLE IV- REGISTERED AGENT AND OFFICE

The name and street address of the registered agent of the Company is:

<u>Name</u>	<u>Address</u>
GUY E. WHITESMAN	1715 Monroe Street Fort Myers, Florida 33901

ARTICLE V-PURPOSE

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be

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organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

ARTICLE VI-MANAGEMENT OF THE COMPANY

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company. The following is the name and address of the Manager who shall serve as Manager of the Company until his successor is elected and qualified:

Name

Address

CHARLES W. INGRAM

8359 Beacon Boulevard, Suite 207
Fort Myers, Florida 33907

ARTICLE VII-OPERATING AGREEMENT

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned, being an authorized representative of the Members of the Company, has duly executed these Amended and Restated Articles of Organization this 8th day of April, 2008, and they are being filed in accordance with Section 608.411 of the Florida Statutes.


GUY E. WHITESMAN,
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 808.415, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: VERITAS EMPLOYER
SERVICES II, LLC.
2. The name and address of the registered agent and office is:

Guy E. Whitesman
1715 Monroe Street
Fort Myers, Florida 33901

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.


GUY E. WHITESMAN
Registered Agent

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