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CUSTOMIZED PAYROLL SERVICES, INC

250 Heron's Run Drive #307
Sarasota, FL 34232

LETTER OF TRANSMITTAL

December 7, 1999

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

FILED
00 JAN -6 AM 7:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: **CUSTOMIZED PAYROLL SERVICES, INC**

Gentlemen:

Enclosed are the original and one (1) copy of the Articles of Incorporation, together with check in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50).

This represents the costs of Filing Fees, Certified Copy of Articles of Incorporation, and Fee for Registered Agent for the above named corporation.

Respectfully Yours,


Christian P. Kurutz, President

1/6
Informed client by letter
Corrected RA designation page.
SH

S. Thompson JAN 07 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 22, 1999

CHRISTIAN P. KURUTZ
250 HERON'S RUN DR., #307
SARASOTA, FL 34232

SUBJECT: CUSTOMIZED PAYROLL SERVICES, INC.
Ref. Number: W99000029200

We have received your document for CUSTOMIZED PAYROLL SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Shannon Thompson
Document Specialist

Letter Number: 799A00059958

**ARTICLES OF INCORPORATION
OF**

CUSTOMIZED PAYROLL SERVICES, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

Article I - Name of Corporation

The name of the corporation is : **CUSTOMIZED PAYROLL SERVICES, INC.**

Article II - Duration

The corporation shall exist perpetually unless dissolved according to Florida Law.

Article III - Purpose

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States of America and the State of Florida.

Article IV - Capital Stock

The corporation is authorized to issue TEN Thousand Shares (10,000) shares of One Dollar (\$1.00) par value common stock which will be referred to as "Common Shares".

Article V - Initial Registered Office

The principle office, if known, or the mailing address of the corporation is: **CUSTOMIZED PAYROLL SERVICES, INC.**

250 Heron's Run Drive

#307

Sarasota, FL 34232

The name and address of the Initial Registered Agent of this corporation is:

Christian P. Kurutz

5317 Fruitville Road

#131

Sarasota, FL 34232

Article VI - Initial Board of Directors

The corporation shall have Two(2) director(s) initially. Number of directors may be increased or decreased from time to time by the By-Laws of the corporation, but shall never be less than ONE (1). The names and addresses of the initial directors of the corporation are as follows:

Christian P. Kurutz, President

5317 Fruitville Road

#131

Sarasota, FL 34232

Casey Deinert, Vice-President/Treasurer

5317 Fruitville Road

#131

Sarasota, FL 34232

Article VII - Incorporators



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00 JAN -6 AM 7:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The name(s) and addresse(s) the incorporator(s) signing these articles of incorporation is/are as follows:

Christian P. Kurutz, President
5317 Fruitville Road
#131
Sarasota, FL 34232

Casey Deinert, Vice-President/Treasuer
5317 Fruitville Road
#131
Sarasota, FL 34232

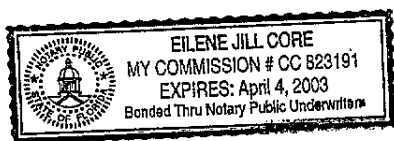
IN WITNESS THEREOF. the undersigned subscribers
have executed these Articles of Incorporation on this
15th day of December, 1999.


Christian P. Kurutz, President K682-115-69-374-0

Casey Deinert, Vice-President/Treasuer P.A. 22835453


State Of Florida
County of Sarasota

Before me, a Notary Public, authorized to take
acknowledgements in the state and county set
above, personally appeared Christian P. Kurutz &
Casey Deinert TO BE THE
person(s) who executed these articles of incorp-
oration and who acknowledged before me that
he/she/they executed these articles of incorporation.

IN WITNESS WHEREOF, I have hereunto affixed
my hand and seal, in the State and County aforesaid,
THIS 15th DAY of December, 1999



(notary seal)

Notary Public 
State of Florida at Large

My commission expires:

FILED
00 JAN -6 AM 7:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE & ACKNOWLEDGEMENT OF
REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

CUSTOMIZED PAYROLL SERVICES, INC.

Pursuant to Florida Statutes, Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the state of Florida, with its registered office, as indicated in the Articles of Incorporation.

Located at aforesaid address, as its registered agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



(Signature of Registered Agent)

Christian P. Kurutz, President
5317 Fruitville Road # 131
Sarasota, FL 34232