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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

ADVANCED PAYROLL SOLUTIONS INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
Of
ADVANCED PAYROLL SOLUTIONS INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby adopts these articles and forms a corporation under the Florida Business Corporation Act.

ARTICLE I - CORPORATE NAME AND MAILING ADDRESS

The name of the corporation is:

ADVANCED PAYROLL SOLUTIONS INC.

The mailing and principal address is:

209 S. Pinellas Avenue
Tarpon Springs, Florida 34689

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ARTICLE II - DURATION

This 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 and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1000) of One Dollar (\$1.00) par value Common Stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

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

Michael L. Bruno
600 Bypass Drive Suite 115
Clearwater, Florida 33764

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

Teresa A. Provatas
1488 Seaspray Lane
Dunedin, Florida 34698

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Michael L. Bruno
600 Bypass Drive Suite 115
Clearwater, Florida 33764

The undersigned incorporator has executed these Articles of Incorporation this 12th day of June, 2000.


Michael L. Bruno, Incorporator

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

Pursuant to Florida Statutes Sections 607.0501 or 617.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is:
ADVANCED PAYROLL SOLUTIONS INC.
2. The name and address of the registered agent and office is:
**Michael L. Bruno
600 Bypass Drive Suite 115
Clearwater, Florida 33764**

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ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for the above stated corporation 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.


(registered agent)

6-12-00
(date)