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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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAR 21 AM 8:53

FLORIDA PROFIT CORPORATION OR P.A.

ADMINISTRATIVE EMPLOYER SERVICES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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ARTICLES OF INCORPORATION

OF

ADMINISTRATIVE EMPLOYER SERVICES, INC.

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE I

The name of this corporation shall be: ADMINISTRATIVE EMPLOYER SERVICES, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 3625 NW 82ND AVE., SUITE 100, MIAMI, FL 33178

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 100 shares having an individual par value of \$ 1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: REUBEN MARIO LA BRADO 5321 NW 110TH AVE., MIAMI, FL 33178

ARTICLE VII

The name and address of the officers and initial board of director(s) shall be:

PRES/DIR

REUBEN MARIO LA BRADO

5321 NW 110TH AVE.,
MIAMI, FL 33178

VICE PRES/DIR

ARMANDO ESCOBAR

15570 SW 61 ST TERR.,
MIAMI, FL 33193

VICE PRES/DIR

TIM DEMEZA

7321 - 1ST AVE.,
ST. PETERSBURG, FL 33707

SECRETARY

ELAINE BLACK

6015 NW 7TH AVE.
MIAMI, FL 33127

TREASURER

SCOTT A. SHAPIRO P.A.

BAYVIEW EXECUTIVE PLAZA,
SUITE 700
COCONUT GROVE, FL 33133

ARTICLE VIII

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

Empire Corporate Kit of America, Inc.
2444 N.W. 7TH PLACE
MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this
22th day of MARCH, 2001.



INCORPORATOR

Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

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

ADMINISTRATIVE EMPLOYER SERVICES, INC.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

F. W. Farnsworth

REGISTERED AGENT

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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