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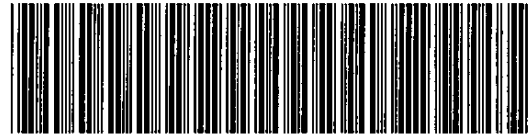
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2 Burch JUL 25 2006

TRANSMITTAL LETTER

RUSSELL T. BENTLEY
6027 HOMESTEAD AVE.
COCOA, FL 32927

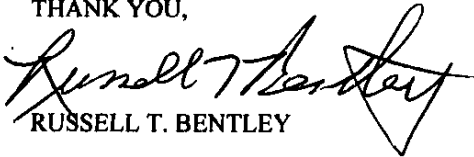
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

JULY 20, 2006

SUBJECT: ACCESS PAYROLL SERVICES, INC.

PLEASE FIND ENCLOSED AN ORIGINAL AND ONE COPY OF THE ARTICLES OF
INCORPORATION AND A CHECK FOR \$78.75 FOR THE FILING FEE AND A CERTIFIED COPY.

THANK YOU,


RUSSELL T. BENTLEY

ARTICLES OF INCORPORATION

The undersigned incorporator, for purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I, NAME

The name of the corporation shall be: ACCESS PAYROLL SERVICES, INC.

ARTICLE II, PURPOSE

- First: The purpose for which this corporation is organized is to offer payroll services and other related services to the general public, other organizations, schools, government entities and other business organizations. .
- Second: The foregoing purpose and activities will be interpreted as examples only and not limitations, nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purpose which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.
- Third: The corporation is organized to transact any and all business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III, PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be:
6027 HOMESTEAD AVE.
COCOA, FL 32927

ARTICLE IV, SHARES

The corporation shall have the authority to issue one hundred shares of common stock, in one class having a par value of one dollar.

ARTICLE V, INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the registered agent is:
RUSSELL T. BENTLEY
6027 HOMESTEAD AVE.
COCOA, FL 32927

ARTICLE VI, INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:
RUSSELL T. BENTLEY
6027 HOMESTEAD AVE.
COCOA, FL 32927

ARTICLE VII, DATE OF INCORPORATION

The date of incorporation shall be: July 20, 2006.

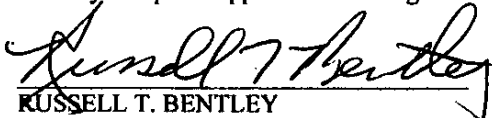
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TALLAHASSEE, FLORIDA

ARTICLE VIII, BYLAWS

The corporation bylaws shall establish:


1. Provisions concerning management and regulations of the affairs of the corporation.
2. Powers of the corporation, Board of Directors, Officers and Shareholders.
3. Officers and their duties.
4. Provisions for personal liability of shareholders.
5. Any and all other provisions required or permitted to be set forth in the Bylaws.

I hereby accept the appointment as Registered Agent and agree to act in this capacity.



RUSSELL T. BENTLEY

7/20/06
Date

The undersigned incorporator has executed these Articles of Incorporation this 20TH day of July, 2006.


RUSSELL T. BENTLEY
6027 HOMESTEAD AVE.
COCOA, FL 32927

In witness whereof, I, Dennis Imhoff, Notary Public, have hereunto set my hand and official seal in Cape Canaveral, Brevard County, State of Florida this 20TH day of July, 2006.
RUSSELL T. BENTLEY is personally known to me.


Dennis R. Imhoff, Notary Public
203 Taylor Ave. # 1
Cape Canaveral, FL 32920

My commission expires on 04/02/2009.

