

P18000088777

(Requestor's Name)

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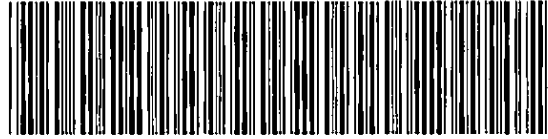
(Business Entity Name)

(Document Number)

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U.S. DEPARTMENT OF STATE
WASHINGTON, D.C. 20540

OCT 26 2018

T SCHROEDER



115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
P: 866.625.0838
F: 866.625.0839
COGENCYGLOBAL.COM

Account#: 120000000088

Date: 10/19/2018

Name: Merritt Walker

Reference #: 1005238

Entity Name: ACTIVPAYROLL INC.

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other DOMESTICATION

**Retain Original
Submission Date
10-19-2018 **

Authorized Amount: \$128.75

Signature: MMW

CERTIFICATE OF DOMESTICATION
for
ACTIVPAYROLL INC. (TEXAS)
into
ACTIVPAYROLL INC. (FLORIDA)

The undersigned, Alison Sellar, Founder and CEO of activpayroll inc., a foreign corporation, in accordance with 607.1801, Florida statutes, hereby certify:

1. The date on which corporation was first formed was November 15, 2005.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was as a Texas corporation, file number 800571293.
3. On June 19, 2008, the Corporation filed a Certificate of Correction changing its name to "activpayroll inc." and the Corporation maintains that name as of the date hereof, and will use the same name as a Florida corporation, in accordance with the Articles filed herewith.
4. The name of the corporation immediately prior to the filing of this Certificate of Domestication was activpayroll inc.
5. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to Sections 607.0202 and 607.0401, Florida statutes with this certificate is activpayroll, inc.
6. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Texas.
7. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to Section. 607.1801. This domestication is effective as of the original date filed with the Florida Department of State, Division of Corporations.

I am Alison Sellar, of activpayroll inc. and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 22nd day of October, 2018.

activpayroll inc.

By: Alison Sellar
Name: Alison Sellar
Title: Founder and CEO

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DIVISION OF CORPORATIONS
FLORIDA

ARTICLES OF INCORPORATION

of

activpayroll, inc.

ARTICLE I – NAME

The name of the Corporation is activpayroll, inc. (the "Corporation").

ARTICLE II – ADDRESS: PRINCIPAL OFFICE

The principal office and the mailing address of the Corporation are 9000 Town Ranch Center Parkway, Lakewood Ranch, Florida 34202.

ARTICLE III – CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of \$1.00 par value common stock.

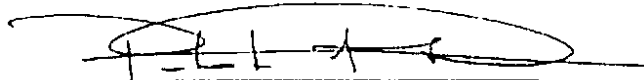
ARTICLE IV – REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 911 Chestnut Street, Clearwater, Florida 33756, and the name of its initial registered agent is Chestnut Business Services, LLC. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with 607.502, Florida Statutes.

ARTICLE V – INCORPORATOR

The Corporation has authorized Patrick A. Traber, Esq., of Johnson Pope Bokor Ruppel & Burns, LLP (the "Incorporator") to act as the incorporator for the Corporation in its domestication to a Florida corporation. The Incorporator's address is 401 E. Jackson Street, Suite 3100, Tampa, Florida 33602.

IN WITNESS WHEREOF, the undersigned Incorporator executes the Corporation's articles of incorporation this 17th day of October, 2018.



Johnson Pope Bokor Ruppel & Burns, LLP
Patrick A. Traber, Esq.

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as registered agent for activpayroll, inc., at the registered office designated in the articles of incorporation hereby agrees to act in that capacity, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of and obligations under the laws of the State of Florida. The undersigned is familiar with and accepts the obligations of Section 607.0505, Florida Statutes.

DATED this 19th day of October, 2018.

CHESTNUT BUSINESS SERVICES, LLC

By: _____

William Kalish, Vice President

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OFFICE OF THE CLERK
STATE OF FLORIDA

