

P95000047564

James L. Chase & Associates, P.A.

ATTORNEYS AND COUNSELORS AT LAW

JAMES L. CHASE
STEVEN E. QUINNELL
KEITH A. McIVER
PATRICK JACKSON

Reply to:
101 East Government Street
Pensacola, FL 32501
904-434-3601
FAX # 434-3708

June 12, 1995

13480 Gulf Beach Hwy.
Pensacola, FL 32507
904-492-4770

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32301

400001514334
-06/15/95--01077--016
*****70.00 *****70.00

RE: Coastal PayrollPlus, Inc.

Dear Sir:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation for the above-captioned corporation to be filed with your office. Also enclosed is our check in the amount of \$70.00 which includes a \$35.00 filing fee and the \$35.00 fee for the designation of registered agent.

After filing the Articles of Incorporation, please return a letter of acknowledgement and the copy of the Articles of Incorporation with the filing date stamped thereon.

If you have any questions, please do not hesitate to contact me.

Sincerely,


KEITH A. McIVER

KAM/tbc

Enclosure

cc: Kenneth Boone (w/encl.)

95 JUN 15 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION
OF
COASTAL PAYROLLPLUS, INC.**

95
JN 15 MAR 14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be **COASTAL PAYROLLPLUS, INC.**

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 1,000 shares of Common Stock having no par value.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV
TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the Corporation are as follows:

<u>PRINCIPAL OFFICE</u>	<u>MAILING ADDRESS</u>
1689 Santa Cruz Drive Lillian, AL 36549	Post Office Box 361 Lillian, AL 36549

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

101 East Government Street
Pensacola, Florida 32501

The name of the initial registered agent of this Corporation at that address shall
be:

Keith A. McIver

ARTICLE VII
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Kenneth F. Boone
113 Greenfield Circle
Alabaster, AL 35007

ARTICLE IX
SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Pensacola, Florida, for the uses and purposes aforesaid, this 12-12 day of June, 1995.

Kenneth F. Boone
KENNETH F. BOONE, Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

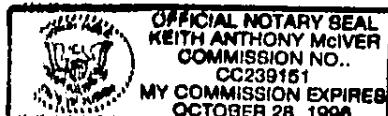
12-12 The foregoing instrument was sworn to and subscribed before me on this day of June, 1995, by KENNETH F. BOONE, who personally appeared before me.

Keith Anthony McIver
NOTARY PUBLIC

Keith Anthony McIver
(typed or printed name)

My Commission Expires: 10/28/96

My Commission No.: CC239151



[] Personally known; or [✓] Produced identification

Type of identification produced: AL DL 6297632

DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT
OF
COASTAL PAYROLLPLUS, INC.

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, **COASTAL PAYROLLPLUS, INC.**, having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 101 East Government Street, Pensacola, Florida, has named **KEITH A. McIVER** located thereat as its registered agent to accept service of process within this state.

BY: Kenneth F. Boone
KENNETH F. BOONE, Incorporator

Having been named as registered agent to accept service of process for the above-stated Corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

BY: KEITH A. McIVER
KEITH A. McIVER, Resident Agent
95 JUN 15 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED