

Al A. Cheneler, P.A.

Attorney at Law

Florida Certified Real Estate Specialist

Florida Certified Public Accountant

2265 Lee Road, Suite 125  
Winter Park, Florida 32789

(407) 628-2804  
Fax 628-4853

November 17, 1997

Return to  
VIA RSAP

Attorneys' Title Insurance Fund  
660 E. Jefferson Street  
Suite 200  
Tallahassee, FL 32301

400002352264--8  
-11/20/97-01001-003  
\*\*\*122.50 \*\*\*122.50

RE: PAYMASTER PAYROLL, INC.

For the above-referenced corporation, enclosed please find the following:

1. The original signed Articles of Incorporation;
2. A copy of the Articles of Incorporation;
3. A check in the amount of \$122.50 made payable to the Secretary of State; and
4. A check in the amount of \$10.00 made payable to Attorneys' Title Insurance Fund.

The enclosed check to the Secretary of State will cover the following fees:

Filing Fee	35.00
Certified Copy	52.50
Registered Agent Designation	35.00
Total:	\$122.50

Please return the certified copy of the Articles of Incorporation to this office via your Orlando branch office.

Thank you for your prompt attention to this matter.

Sincerely,

Al A. Cheneler  
Enclosures

11/19

RECEIVED  
97 NOV 19 PM 2:57  
NON  
DIVISION

FILED  
97 NOV 19 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

97 NOV 19 PM 2:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PAYMASTER PAYROLL, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is:

**PAYMASTER PAYROLL, INC.**

The principal place of business of this corporation shall be 5748 Parkview Point Drive, Orlando, Florida 32821.

**ARTICLE II  
DURATION**

The duration of the corporation is perpetual.

**ARTICLE III  
NATURE OF BUSINESS**

This corporation may engage in or transact any of all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE IV  
CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 5748 Parkview Point Drive, Orlando, Florida 32821, and the name of its initial registered agent is Jon P. Burckholter.

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors is 5748 Parkview Point Drive Orlando, Florida 32821. The number of directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of the initial directors of the corporation are as follows:

Jon P. Burckholter 5748 Parkview Point Drive  
Orlando, Florida 32821

Anthony G. Castro 1729 Buckhorn Pl.  
Orlando, Florida 32825

Sean Oliva 301 E. Chester Street  
Clermont, Florida 34711

#### **ARTICLE VII INCORPORATORS**

The name and address of each incorporator is as follows:

Al A. Cheneler, Esquire  
2265 Lee Road, Suite 125  
Winter Park, Florida 32789

#### **ARTICLE VIII OFFICERS**

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Jon P. Burckholter - President  
5748 Parkview Point Drive  
Orlando, Florida 32821

Anthony G. Castro - Secretary  
1729 Buckhorn Pl.  
Orlando, Florida 32825

Sean Oliva - Treasurer  
301 E. Chester Street  
Clermont, Florida 34711

#### **ARTICLE IX INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### **ARTICLE X BYLAWS**

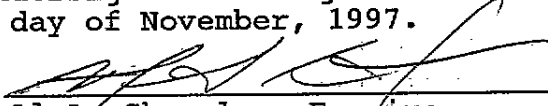
The power to adopt, alter, amend or repeal Bylaws shall be vested in the board of directors of this corporation.

#### **ARTICLE XI AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the board of directors

at any annual or special meeting, provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to the Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.


IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 14th day of November, 1997.


  
Al A. Cheneler, Esquire  
2265 Lee Road, Suite 125  
Winter Park, Florida 32789

STATE OF FLORIDA  
COUNTY OF ORANGE

Before me personally appeared AL A. CHENELE, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal this 14th day of November, 1997.

 Melissa Rene Monett  
My Commission CC652253  
Expires June 03, 2001

  
Notary Public, State of Florida  
My Commission Expires:

DESIGNATION OF REGISTERED AGENT

PAYMASTER PAYROLL, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at Orlando, Florida, had and does by these presents name Jon P. Burckholter as its agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named to accept service of process of the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relating to keeping open said office.

DATED this 14th day of November, 1997.

  
Jon P. Burckholter  
Registered Agent

FILED  
98 NOV 19 PM 2:57  
CLERK OF STATE  
TALLAHASSEE, FLORIDA