# 100/2/91 RUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 1. ADP A/C SERVICE (NC. (Corporation Name) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time 2.00 Walk in Certified Copy Certificate of Status Mail out Will wait Photocopy AMENDMENTS NEW FILINGS Profit Amendment Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Other Merger REGISTRATION! OTHER FILNGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

## ARTICLES OF INCORPORATION

## ADP A/C SERVICE INC.

The undersigned subscriber to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the state of Florida.

ARTICLE 1 - CORPORATE NAME

The name of this corporation is:

ADP A/C SERVICE INC.

ARTICLE 2 - DURATION

The corporation will exist perpetually unless dissolved according to Florida law.

ARTICLE 3 - PURPOSE

The corporation is organized for the purpose of engaging in any business activities permitted under the laws of the United States and the State of Florida.

ARTICLE 4 - CAPITAL STOCK

The corporation is authorized to issue 100 shares of TEN dollars par value Common Stock, which shall be designated "Common Shares".

ARTICLE 5 - INITIAL REGISTERED OFFICE & AGENT

The principal office or mailing address of the corporation is :

ADP A/C SERVICE INC. 2220 S.W 72 AVE MIAMI, FLORIDA 33155

The name and address of the initial registered agent is :

RICHARD TORO 2220 S.W 72 AVE MIAMI, FL 33155

## ARTICLE 6 - INITIAL BOARD OF DIRECTORS

This corporation shall have 3 director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never have less than one. The names and addresses of the initial board of directors are as follows:

RODOLFO RODRIGUEZ (VP) 7085 S.W 152 CT MIAMI, FL 33193

MANUEL PEREZ-TRUJILLO (VP) 2220 S.W 72 AVE MIAMI, FL 33155

LUIS A MARTINEZ (VP) 7085 S.W 152 CT MIAMI, FL 33193

#### ARTICLE 7 - INCORPORATORS

The names & addresses of the Incorporators signing these Articles of Incorporation are as follows :

RODOLFO RODRIGUEZ 7085 S.W 152 CT MIAMI, FL 33193

MANUEL PEREZ-TRUJILLO 2220 S.W 72 AVE MIAMI, FL 33155

LUIS A MARTINEZ 7085 S.W 152 CT MIAMI, FL 33193

IN WITNESS WHEROF, the undersigned subscriber(s) have executed these Articles of Incorporation this 05 day of FEBRUARY, 1998.

Seal

STATE OF FLORIDA, COUNTY OF DADE,

Before me, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared

RODOLFO RODRIGUEZ, MANUEL PEREZ-TRUJILLO, LUIS A MARTINEZ

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation and acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand & seal, in the State & County aforesaid, this 05 day of FEBRUARY, 1998.

RICHARD F. TORO
RICHARD F. TOR

Notary Public, State of Florida

# CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

# ADP A/C SERVICE INC.

Pursuant to Florida Statutes 48.091 & 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the state of Florida with its registered office as indicated in the Articles of Incorporation at 2220 S.W 72 AVE has named RICHARD TORO located at the aforesaid address, as registered agent to accept service of process within this state.

## ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping, open said office.

Registered Agents

STATE