



State of Rhode Island
and Providence Plantations
Office of the Secretary of State

A. Ralph Mollis, Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02901-2615
(401.222.3010)

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2010

Filing Period: January 1 - March 1 • **Filing Fee:** \$50.00* • **THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.**

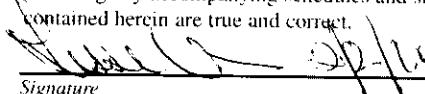
* In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c)(d)) is subject to a penalty fee of \$25.00.

| | | | | | |
|--|-------------|--|---|-------------------|--------------|
| 1. Corporate ID No. 115502 | | 2. Name of Corporation ADP TOTALSOURCE I, INC | | | |
| 3. Street Address Principal Business Office 10200 SUNSET DRIVE | | | City MIAMI, FL 33173 | State FL | Zip 33173 |
| 4. Business Phone No. 305-630-1000 | | 5. State of Incorporation FLORIDA | | | |
| 6. Brief Description of the Character of Business Conducted in Rhode Island PROFESSIONAL EMPLOYER ORGANIZATION | | | | | |
| 7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS | | | | | |
| President Name MARK BENJAMIN | | | Vice President Name SERGIO FERNANDEZ | | |
| Street Address 71 HANOVER RD | | | Street Address 10200 SUNSET DRIVE | | |
| City FLORHAM PARK | State NJ | Zip 07932 | City MIAMI | State FL | Zip 33173 |
| Secretary Name WILLIAM CUETO | | | Treasurer Name MIKE BURNS | | |
| Street Address 10200 SUNSET DRIVE | | | Street Address 71 HANOVER RD | | |
| City MIAMI | State FL | Zip 33173 | City FLORHAM PARK | State NJ | Zip 07932 |
| 8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS | | | | | |
| Director Name WILLIAM CUETO | | | Director Name | | |
| Street Address 10200 SUNSET DRIVE | | | Street Address | | |
| City MIAMI | State FL | Zip 33173 | City | State | Zip |
| Director Name | | | Director Name | | |
| Street Address | | | Street Address | | |
| City | State | Zip | City | State | Zip |
| 9. SHARES AUTHORIZED | | | | | |
| 10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> | | | | | |
| ISSUED SHARES — THIS SECTION MUST BE COMPLETED | | | | | |
| This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet. | | Number of Shares 10 | Class Series COMMON | Par Value .001 | |

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

| | |
|---------------------------------|-------------|
| FILED | |
| File Date | FEB 18 2010 |
| Check No. | 3V 212582 |
| By: | |
| FOR SECRETARY OF STATE USE ONLY | |

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.


Signature _____ Date _____

LISSE KRAVETZ
Print or Type Name

ASSISTANT SECRETARY
Title

115502

**ADP TOTALSOURCE INC. & SUBSIDIARIES
OFFICERS**

| | | |
|------------------|-------------------------|--|
| Mark Benjamin | President | 71 Hanover Road, Florham Park NJ 07932 (973) 712-3617 |
| William Cueto | Secretary/Dir | 10200 Sunset Drive, Miami, FL 33173 (305) 630-1000 |
| Mike Burns | Chief Financial Officer | 71 Hanover Rd., Florham Park, NJ 07932 (973) 712-3617 |
| Lisse Kravetz | Asst. Secretary | 10200 Sunset Drive, Miami, FL 33173 (305) 630-1000 |
| Sergio Fernandez | Vice President | 10200 Sunset Drive, Miami, FL 33173 (305) 630-1000 |

FILED

FEB 18 2010

By 115502