

Filing and License Fee: \$310.00 minimum



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

2015 MAR 13 PM 1:28
RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

- 1. The name of the corporation is Automatic Data Processing, Inc.
2. It is incorporated under the laws of Delaware
3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited" or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 06/12/1961 and the period of its duration is Perpetual

5. The address of its principal office is One ADP Blvd., Roseland, NJ 07068

6. The address of its proposed registered office in Rhode Island is 450 Veterans Memorial Parkway, Suite 7A (Street Address, not P.O. Box)

East Providence, RI 02914 and the name of its proposed registered agent in Rhode Island at (City/Town) (Zip Code)

that address is C T Corporation System (Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: SEE ATTACHMENT

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

Director SEE ATTACHMENT
Director
Director
Director BY Au 244596 1:28

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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	<u>SEE ATTACHMENT</u>	_____
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>1,000,000.000</u>	<u>Common</u>	_____	<u>\$0.1000</u>
<u>300,000</u>	<u>Preferred</u>	_____	<u>\$1.0000</u>
_____	_____	_____	_____

10. (a) \$ 411627750.0000 = An estimate of the value of all property to be owned by the corporation for the following year, wherever located.

(b) \$ 1572367.0000 = An estimate of the value of the corporation's property to be located within Rhode Island during the following year.

(c) 0.38 % = An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. {divide (b) by (a) and multiply by 100 to obtain the percentage}

11. (a) \$ 6279200000.0000 = An estimate of the gross amount of business to be transacted by the corporation during the following year.

(b) \$ 6284000.0000 = An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.

(c) 0.1 % = An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year. {divide (b) by (a) and multiply by 100 to obtain the percentage}

12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.

13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing \_\_\_\_\_.

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 10/24/14

  
\_\_\_\_\_  
Signature of Authorized Officer of the Corporation

Jonathan A. Gluck, Assistant Secretary  
\_\_\_\_\_  
Type or Print Name of Authorized Officer

**Attachment to Rhode Island  
Corporate Purposes**

Ownership of entities that provide Human Capital Management products and services to employers, including, without limitation, payroll, tax filing, tax credit services, recruitment processing, talent management, time and labor management services, benefits administration and invoice administration services. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of its jurisdiction of incorporation.

**Automatic Data Processing, Inc.**

<b>Directors</b>	
<b>Name</b>	<b>Address</b>
Ellen R. Alemany	One ADP Blvd., Roseland, NJ 07068
Gregory D. Breneman	One ADP Blvd., Roseland, NJ 07068
Leslie A. Brun	One ADP Blvd., Roseland, NJ 07068
Richard T. Clark	One ADP Blvd., Roseland, NJ 07068
Eric C. Fast	One ADP Blvd., Roseland, NJ 07068
Linda R. Gooden	One ADP Blvd., Roseland, NJ 07068
Michael P. Gregoire	One ADP Blvd., Roseland, NJ 07068
R. Glenn Hubbard	One ADP Blvd., Roseland, NJ 07068
John P. Jones	One ADP Blvd., Roseland, NJ 07068
Carlos Rodriguez	One ADP Blvd., Roseland, NJ 07068
Gregory L. Summe	One ADP Blvd., Roseland, NJ 07068

<b>Officers</b>		
<b>Name</b>	<b>Office</b>	<b>Address</b>
Carlos Rodriguez	President & Chief Executive Officer	One ADP Blvd., Roseland, NJ 07068
Michael C. Eberhard	Vice President, Treasurer & Staff Vice President	One ADP Blvd., Roseland, NJ 07068
Jan Siegmund	Vice President, Chief Financial Officer & Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Michael A. Bonarti	General Counsel, Secretary & Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Dermot J. O'Brien	Chief HR Officer & Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Alan Sheiness	Vice President & Controller	One ADP Blvd., Roseland, NJ 07068
Gus Blanchard	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Deborah Dyson	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Kathryn Amooi	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Edward B. Flynn III	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
David Imbrogno	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Regina R. Lee	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Thomas Perrotti	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Anish D. Rajparia	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Stuart Sackman	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Terrance G. Terhark	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Joseph Timko	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Raul Villar	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
John Ayala	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Maria Black	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Mark Benjamin	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
John Holt	Corporate Vice President	One ADP Blvd., Roseland, NJ 07068
Alicia Amil	Assistant Secretary	One ADP Blvd., Roseland, NJ 07068
Jonathan A. Gluck	Assistant Secretary	One ADP Blvd., Roseland, NJ 07068
David H. Garfinkel	Staff Vice President	One ADP Blvd., Roseland, NJ 07068
Charles Gibbons	Staff Vice President	One ADP Blvd., Roseland, NJ 07068
Gary E. Tarino	Staff Vice President	One ADP Blvd., Roseland, NJ 07068
Sheila C. Shuster	Staff Vice President	One ADP Blvd., Roseland, NJ 07068

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUTOMATIC DATA PROCESSING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF MARCH, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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150336833

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2185013

DATE: 03-10-15



State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly executed in  
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as  
amended, has been filed in this office on this day:

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea  
*Secretary of State*

