

Filing Fee: \$150.00  
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 115502



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY  
(To Be Filed In Duplicate Original)

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Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 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 ADP TotalSource I, Inc.
- 2. It is incorporated under the laws of Florida
- 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 01/20/84 and the period of its duration is Perpetual
- 5. The address of its principal office in the state or country under the laws of which it is incorporated is 10200 Sunset Drive, Miami, Florida, 33173
- 6. The address of its proposed registered office in Rhode Island is 222 Jefferson Blvd., Suite 220  
(Street Address, not P.O. Box)  
Warwick, RI 02888 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)  
that address is National Registered Agents, Inc.  
(Name of Agent)

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

8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	<u>Robert J. Singer</u>	<u>One ADP Boulevard, Roseland, New Jersey 07068</u>
Director		
President	<u>Carlos Rodriguez</u>	<u>10200 Sunset Drive, Miami, Florida 33173</u>
Vice President	<u>See Attached</u>	
Treasurer		
Secretary		

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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>
5,000	Common		\$1

10. The aggregate number of its issued shares, 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>
100	Common		\$1

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 0.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) 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, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 129,971,000.
- (b) 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 is \$ 0.
- (c) 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 is 0% [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: October 31 2000

ADP TotalSource I, Inc.

Print Exact Name of Corporation Making Application

By [Signature]  
 President or  Vice President (check one)  
 By [Signature] AND [Signature]  
 Secretary or  Assistant Secretary (check one)

STATE OF New Jersey  
 COUNTY OF Essex

In Roseland, on this 31 day of October, 2000, personally appeared before me Robert J. Jerges who, being by me first duly sworn, declared that he/she is the Vice Pres of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature]  
 Notary Public  
 My Commission Expires: Nov 9, 2003  
 DIANA LYNN DITACCONI  
 A Notary Public of New Jersey  
 My Commission Expires Nov. 9, 2003

## Addendum

Officers: Name, Title, Address

- a. Carlos A. Saladrigas, CEO
- b. 10200 Sunset Drive, Miami, Florida 33173
  
- a. Carlos A. Rodriguez, President
- b. 10200 Sunset Drive, Miami, Florida 33173
  
- a. Carlos A. Rodriguez, Chief Controlling Officer
- b. 10200 Sunset Drive, Miami, Florida 33137
  
- a. Sergio Fernandez, CFO & Treasurer
- b. 10200 Sunset Drive, Miami, Florida 33137
  
- a. Robert J. Singer, Vice President
- b. One ADP Boulevard, Roseland, New Jersey 07068
  
- a. Robert J. Singer, Secretary
- b. One ADP Boulevard, Roseland, New Jersey 07068
  
- a. William Cueto, Assistant Secretary
- b. 10200 Sunset Drive, Miami, Florida 33173
  
- a. Greg Busko, Assistant Secretary
- b. 5800 Windward Parkway, Alpharetta, Georgia 30005

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One ADP Boulevard  
Roseland New Jersey 07068-1728



Legal Department  
Writer's Direct Dial Number

(973) 974-5648

November 20, 2000

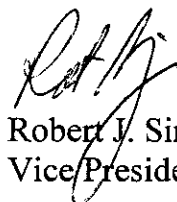
Secretary of State, Rhode Island

**Re: ADP TotalSource I, Inc.**

To Whom It May Concern:

ADP TotalSource of CO XXIII, Inc., hereby consents to the use of the name ADP TotalSource I, Inc., in the State of Rhode Island.

Very truly yours,

  
Robert J. Singer  
Vice President

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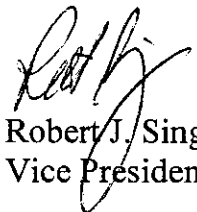
Secretary of State, Rhode Island

**Re: ADP TotalSource I, Inc.**

To Whom It May Concern:

ADP TotalSource NH XXVIII, Inc., hereby consents to the use of the name ADP TotalSource I, Inc., in the State of Rhode Island.

Very truly yours,

  
Robert J. Singer  
Vice President

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Secretary of State, Rhode Island

**Re: ADP TotalSource I, Inc.**

To Whom It May Concern:

ADP TotalSource MI XXX, Inc., hereby consents to the use of the name ADP TotalSource I, Inc., in the State of Rhode Island.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert J. Singer', is written over the typed name and title.

Robert J. Singer  
Vice President

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Secretary of State, Rhode Island

**Re: ADP TotalSource I, Inc.**

To Whom It May Concern:

ADP TotalSource MI VII, LLC, hereby consents to the use of the name ADP TotalSource I, Inc., in the State of Rhode Island.

Very truly yours,

  
Robert J. Singer  
Vice President

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Secretary of State, Rhode Island

**Re: ADP TotalSource I, Inc.**

To Whom It May Concern:

ADP TotalSource FL XVII, Inc., hereby consents to the use of the name ADP TotalSource I, Inc., in the State of Rhode Island.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. J. Singer', written over a faint, illegible stamp.

Robert J. Singer  
Vice President

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November 20, 2000

Secretary of State, Rhode Island

**Re: ADP TotalSource I, Inc.**

To Whom It May Concern:

ADP TotalSource FL XXIX, Inc., hereby consents to the use of the name ADP TotalSource I, Inc., in the State of Rhode Island.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Singer', written over a horizontal line.

Robert J. Singer  
Vice President

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