

Filing and License Fee: \$310.00 minimum

ID Number: \_\_\_\_\_



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

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

**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 NATIONAL PAYROLL SERVICES INC
2. It is incorporated under the laws of NEW HAMPSHIRE
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 April 25, 2012 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 \_\_\_\_\_

1 MIDDLE STREET, PORTSMOUTH, NH 03801

6. The address of its proposed registered office in Rhode Island is 222 JEFFERSON BLVD  
(Street Address, not P.O. Box)

WARWICK, RI 02888  
(City/Town) (Zip Code)

and the name of its proposed registered agent in Rhode Island at that address is NATIONAL REGISTERED AGENTS INC  
(Name of Agent)

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

TEMPORARY EMPLOYMENT

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).

	<u>Name</u>	<u>Address</u>
Director	<u>ANDREW OGIBA</u>	<u>1 MIDDLE STREET PORTSMOUTH, NH 03801</u>
Director	_____	_____
Director	_____	_____
Director	_____	_____

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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	ANDREW OGIBA	1 MIDDLE ST., PORTSMOUTH, NH 03801
Vice President		
Treasurer	ANDREW OGIBA	1 MIDDLE ST., PORTSMOUTH, NH 03801
Secretary	ANDREW OGIBA	1 MIDDLE ST., PORTSMOUTH, NH 03801

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>
10000	COMMON		NON PAR

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 25,000.00.
- (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].
11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 1,000,000.
- (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 \$ 100,000.
- (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 10 % [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 90<sup>th</sup> 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: 2/5/13

Andrew Ogiba  
Signature of Authorized Officer of the Corporation

ANDREW OGIBA   
Type or Print Name of Authorized Officer

Effective 02/01/2013 the Rhode Island offices of

CT Corporation System  
Business Filings International, Inc.  
National Registered Agents, Inc.  
CorpDirect Agents, Inc.

moved to

10 DORRANCE STREET, SUITE 530  
PROVIDENCE, RI 02903

# State of New Hampshire

## Department of State

### CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that National Payroll Services, Inc. is a New Hampshire corporation duly incorporated under the laws of the State of New Hampshire on April 25, 2012. I further certify that all fees and annual reports required by the Secretary of State's office have been received and that articles of dissolution have not been filed.



In TESTIMONY WHEREOF, I hereto  
set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 29<sup>th</sup> day of January, A.D. 2013

William M. Gardner  
Secretary of State



# State of Rhode Island and Providence Plantations

**A. Ralph Mollis**

*Secretary of State*

## STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, 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. RALPH MOLLIS

*Secretary of State*

