

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

ID Number: 120807



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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BUSINESS CORPORATION

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

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 DE IV, INC *10 LC's ok consents attached*

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 02/13/98 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>See Attached</u>	
Director		
President		
Vice President		
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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1000	Common		1.00

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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
100			1.00

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 \$ -0-

(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: 9/26/01

Print Exact Name of Corporation Making Application

By [Signature]

President or Vice President (check one)

By [Signature]

Secretary or Assistant Secretary (check one)

STATE OF NJ
 COUNTY OF Essex

In Island, on this 26th day of September, 2001, personally appeared before me Robert J. Singer who, being by me first duly sworn, declared that he/she is the Vice President 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 L. ALTSHULER
 NOTARY PUBLIC OF NEW JERSEY

OFFICERS OF ADP TOTALSOURCE GROUP, INC. & IT'S SUBSIDIARIES

<u>NAME:</u>	<u>ADDRESS</u>	<u>S/S #</u>	<u>TITLE</u>
Carlos A. Rodriguez	10200 Sunset Drive Miami, Florida 33173	264-85-9658	President & Chief Controlling Officer
Sergio Fernandez	same as above	267-78-1438	Chief Financial Officer
Robert J. Singer	One ADP Boulevard Roseland, NJ 07068	156-32-2564	VP/Secy/Director
William F. Cueto	10200 Sunset Drive Miami, Florida 33173	261-83-2342	Asst Secy

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 GENERAL MANAGER
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Automatic Data Processing, Inc.
Corporate Headquarters
One ADP Boulevard
Roseland New Jersey 07068-1728



Legal Department
Writer's Direct Dial Number

(973) 974-5648

October 10, 2001

Secretary of State, Rhode Island

Re: ADP TotalSource DE IV, Inc.

To Whom It May Concern:

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

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Singer', written over the printed name and title.

Robert J. Singer
Vice President

Automatic Data Processing, Inc.
Corporate Headquarters
One ADP Boulevard
Roseland New Jersey 07068-1728



Legal Department
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October 10, 2001

Secretary of State, Rhode Island

Re: ADP TotalSource DE IV, Inc.

To Whom It May Concern:

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

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. J. Singer', written over the printed name.

Robert J. Singer
Vice President

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SECRETARY OF STATE
PROVIDENCE, RHODE ISLAND

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One ADP Boulevard
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October 10, 2001

Secretary of State, Rhode Island

Re: ADP TotalSource DE IV, Inc.

To Whom It May Concern:

ADP TotalSource II, Inc., hereby consents to the use of the name ADP TotalSource DE IV, Inc., in the State of Rhode Island.

Very truly yours,



Robert J. Singer
Vice President

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STATE OF RHODE ISLAND
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October 10, 2001

Secretary of State, Rhode Island

Re: ADP TotalSource DE IV, Inc.

To Whom It May Concern:

ADP TotalSource III, Inc., hereby consents to the use of the name ADP TotalSource DE IV, 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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STATE OF RHODE ISLAND

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Corporate Headquarters
One ADP Boulevard
Roseland New Jersey 07068-1728



Legal Department
Writer's Direct Dial Number

(973) 974-5648

October 10, 2001

Secretary of State, Rhode Island

Re: ADP TotalSource DE IV, Inc.

To Whom It May Concern:

ADP TotalSource MI VI, LLC, hereby consents to the use of the name ADP TotalSource DE IV, 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

10.11.01 11:51
STATE
SECRETARY

Automatic Data Processing, Inc.
Corporate Headquarters
One ADP Boulevard
Roseland New Jersey 07068-1728



Legal Department
Writer's Direct Dial Number

(973) 974-5648

October 10, 2001

Secretary of State, Rhode Island

Re: ADP TotalSource DE IV, Inc.

To Whom It May Concern:

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

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Singer', written over the printed name.

Robert J. Singer
Vice President

10.11.01 11:19 AM
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SECRETARY OF STATE
PROVIDENCE, RHODE ISLAND

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Corporate Headquarters
One ADP Boulevard
Roseland New Jersey 07068-1728



Legal Department
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October 10, 2001

Secretary of State, Rhode Island

Re: ADP TotalSource DE IV, Inc.

To Whom It May Concern:

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

Very truly yours,

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Robert J. Singer
Vice President

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Corporate Headquarters
One ADP Boulevard
Roseland New Jersey 07068-1728



Legal Department
Writer's Direct Dial Number

(973) 974-5648

October 10, 2001

Secretary of State, Rhode Island

Re: ADP TotalSource DE IV, Inc.

To Whom It May Concern:

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

Very truly yours,

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Robert J. Singer
Vice President

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October 10, 2001

Secretary of State, Rhode Island

Re: ADP TotalSource DE IV, Inc.

To Whom It May Concern:

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

Very truly yours,

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Robert J. Singer
Vice President

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