



**State of Rhode Island
Office of the Secretary of State**

Fee: \$150.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Limited Liability Company
Application for Registration**

(Section 7-16-49 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited liability company is: Justworks Unemployment Services LLC

Enter your name exactly as it appears in your state. If your name includes an entity ending other than LLC or Limited Liability Company, complete Article II. The elected name in RI must include the entity ending LLC or Limited Liability Company.

ARTICLE II

The name, if different, under which it proposes to register and transact business in Rhode Island is:

ARTICLE III

The Limited Liability Company is organized under the laws of: State: DE Country: USA

The date this Application for Registration is to become effective, not prior to, nor more than 90 days after the filing of this Application for Registration.

Later Effective Date:

ARTICLE IV

The date of its organization is: 8/11/2023

ARTICLE V

The period of its duration is: Perpetual

ARTICLE VI

The address (post office box not acceptable) of the limited liability company's resident agent in Rhode Island:

No. and Street: 10 DORRANCE STREET #700

City or Town: PROVIDENCE

State: RI Zip: 02903

Name: CORPORATE CREATIONS NETWORK INC.

Article VII

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

TO SERVE AS A STATE INFORMATION DATA EXCHANGE SYSTEM (SIDES) BROKER, ENABLING JUSTWORKS TO RESPOND TO SUI BENEFIT CLAIM INFORMATION REQUESTS ON BEHALF OF OUR CUSTOMERS ACROSS OUR PEO ENTITIES.

ARTICLE VIII

The Rhode Island Department of State is appointed the agent of the foreign limited liability company for service of process if, at any time, there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.

ARTICLE IX

The address of the office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized:

No. and Street: 55 WATER ST, 29TH FLOOR
City or Town: NEW YORK State: NY Zip: 10041 Country: USA

ARTICLE X

The mailing address for the limited liability company is:

No. and Street: P.O. BOX 7119
CHURCH STREET STATION
City or Town: NEW YORK State: NY Zip: 10008-7119 Country: USA

ARTICLE XI

The limited liability company is to be managed by its Members* or Managers (check one)

*** If you checked to be managed by your MEMBERS (the owners) DO NOT complete the following section. Only complete the following section if you checked to be managed by MANAGERS (Individuals hired by the members with no ownership interest).**

The name and address of each manager:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
MANAGER	MICHAEL SECKLER	55 WATER ST, FL 29 NEW YORK, NY 10041 USA

This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is

that individual's act and deed or the act and deed of the company, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-16.

Signed this 30 Day of August, 2023 at 11:57:12 AM by the Authorized Person.

MARJA SOUZA

Form No. 450
Revised 09/07

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Limited Power of Attorney

The undersigned Officer of Justworks Unemployment Group LLC, a Delaware entity (“the Company”), appoints Marja Souza as Attorney-in-Fact(s) for the Company and its subsidiaries for the limited purposes authorized in this Limited Power of Attorney. Joseph Panholzer, Special Manager grants to the Attorney-in-Fact the power to execute the documents necessary to change the registered agent, change of address, amendments, fictitious name registrations, fictitious name renewals, qualifications, annual reports, amended annual reports, initial reports, obtain tax clearance/compliance certificate(s), withdraw, dissolve, reinstate, convert or form the Company and its subsidiaries. The named individuals shall act in such office and with such authority as is required to effect the changes contemplated in this Limited Power of Attorney.

This Limited Power of Attorney expires on the earlier of (a) the filing of change of registered agents and/or change of address and/or amendments and/or fictitious name registrations and/or fictitious name renewals and/or qualifications and/or annual reports and/or amended annual reports and/or initial reports and/or withdraw and/or dissolve and/or formations and/or reinstate for the Company and its subsidiaries or (b) six months after the Effective Date set forth below. The Company may revoke this Power of Attorney at any time by written notice to Computershare Governance Services Inc. d/b/a Corporate Creations, 801 US Highway 1, North Palm Beach, FL 33408.

The undersigned has executed this Limited Power of Attorney effective as of this 28th day of August, 2023.

Justworks Unemployment Group LLC

By: _____

Name: Joseph Panholzer

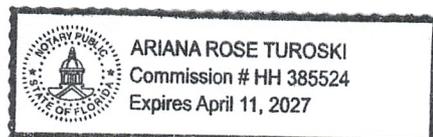
Title: Special Manager

STATE OF FLORIDA

COUNTY OF PALM BEACH

Subscribed and sworn to before me this 28th, August, 2023.

Notary Public



Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JUSTWORKS UNEMPLOYMENT SERVICES LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF AUGUST, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "JUSTWORKS UNEMPLOYMENT SERVICES LLC" WAS FORMED ON THE ELEVENTH DAY OF AUGUST, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



A handwritten signature in black ink, appearing to read "JWB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

7618802 8300

SR# 20233235712

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203953454

Date: 08-14-23



State of Rhode Island
Department of State | Office of the Secretary of State
Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,

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:

August 30, 2023 11:56 AM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore
Secretary of State

