

FOI 000003156

CORPORATION(S) NAME

OneSource Employer Services Inc.

400004420044--8
-06/14/01--01022--021
*****70.00 *****70.00

- Profit Amendment Merger
- Nonprofit Dissolution/Withdrawal Mark
- Foreign Reinstatement
- Limited Partnership Annual Report Other
- LLC Name Registration Change of RA
- Certified Copy Fictitious Name UCC
- Call When Ready Photocopies CUS
- Call If Problem After 4:30
- Walk In Will Wait Pick Up
- Mail Out

01 JUN 14 PM 12:14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name _____ 6/14/01 Order#: 4559734
 Availability _____
 Document _____
 Examiner _____ MS. Ref#: _____
 Updater _____
 Verifier _____
 W.P. Verifier _____ Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

FOI-3156
OK

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. OneSource Employer Services, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Arizona 3. 86-1017035
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 5, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. would like July 1 2001
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4400 N. 32nd Street, Suite 105
Phoenix, Arizona 85018
(Current mailing address)

8. Employee Leasing
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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TALLAHASSEE, FLORIDA

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

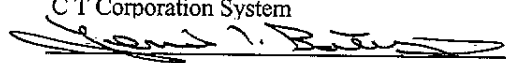
Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CT Corporation System

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Roberta Merker

Address: 4400 N. 32nd Street, Suite 105

Phoenix, Arizona 85018

Vice Chairman: _____

Address: _____

Director: Roberta Merker

Address: 4400 N. 32nd Street, Suite 105

Phoenix, Arizona 85018

Director: Steve Klaproth

Address: 4400 N. 32nd Street, Suite 105

Phoenix, Arizona 85018

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Roberta Merker

Address: 4400 N. 32nd Street, Suite 105

Phoenix, Arizona 85018

Vice President: Steve Klaproth

Address: 4400 N. 32nd Street, Suite 105

Phoenix, Arizona 85018

Secretary: Steve Klaproth

Address: 4400 N. 32nd Street, Suite 105

Phoenix, Arizona 85018

Treasurer: Roberta Merker

Address: 4400 N. 32nd Street, Suite 105

Phoenix, Arizona 85018

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Roberta Merker

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Roberta Merker, Chairman and President

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****ONESOURCE EMPLOYER SERVICES, INC.*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on January 5, 2001.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 12th Day of June, 2001, A. D.




EXECUTIVE SECRETARY

BY: 