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APPLICATION FOR REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

FILED EFFECTIVE

05 JAN 24 4011:01

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

CBIZ M & S Consulting Services, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is organized is: Delaware
and the date of its formation was: 12/13/2004

4. The name and address of the registered agent in Idaho is:

C T Corporation System, c/o C T Corporation System, 300 North 6th Street, Boise, Idaho 83702

5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

N/A

6. The address of the limited liability company's principal office, if other than the address in #5 above, is:

6050 Oak Tree Blvd., Suite 500 Cleveland, OH 44131

7. The address to which correspondence should be addressed is:

6050 Oak Tree Blvd., Suite 500 Cleveland, OH 44131

8. Signature of a manager, if any, or a member if there are no managers.

Signature

Jerome P. Grisko, Jr.

Typed Name Jerome P. Grisko, Jr.

Manager ☒ Member ☐

Secretary of State use only

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ID033 - 10/30/02 C T System Online

IDAHO SECRETARY OF STATE
01/24/2005 05:00
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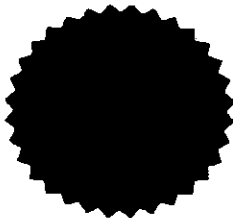
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CBIZ M&S CONSULTING 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 TWENTIETH DAY OF JANUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3628428

DATE: 01-20-05

TOTAL P.04