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From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC
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FOREIGN FOR PROFIT QUALIFICATION

U.S. DATA CAPTURE, INC.

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10/7/02

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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. U.S. DATA CAPTURE, INC.

(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. State of New York 3. 13-3631398
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 16, 1991 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualifying
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. One Fawcett Place, Greenwich, Connecticut 06830
(Principal office address)

One Fawcett Place, Greenwich, Connecticut 06830
(Current mailing address)

8. Credit Card Processing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: Robin Berio

Office Address: 225 Potter Road

West Palm Beach Florida 33405
(City) (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.


(Registered agent's signature)

Robin Berio

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.

BlumbergExcelsior Corporate Services, Inc
62 White Street, NYC 10013
(212)431-5000

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Peter GatofAddress: 99 Mamaroneck RoadScarsdale, New York 10583Director: Eugene LittmanAddress: 67 Susan DriveNewburgh, New York 12550

B. OFFICERS

President: Peter GatofAddress: 99 Mamaroneck RoadScarsdale, New York 10583

Vice President: _____

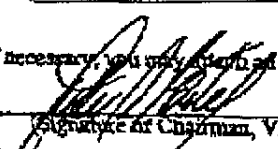
Address: _____

Secretary: Eugene LittmanAddress: 67 Susan Drive, Newburgh, New York 12550

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Peter Gatof, President
(Typed or printed name and capacity of person submitting application)02 OCT -9 PM 3:43
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State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of U.S. DATA CAPTURE, INC. was filed on 09/16/1991, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

A Biennial Statement was filed 05/04/1993.

A Biennial Statement was filed 10/28/1993.

A Biennial Statement was filed 10/02/1997.

A Certificate of Amendment was filed on 08/17/1999.

A Biennial Statement was filed 09/17/2001.

I further certify, that no other documents have been filed by such Corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 02nd day of October
two thousand and two.

Secretary of State

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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