

APR-21-2004 15:15 CT CORPORATION P. 04/21/04
 Division of Corporations
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FOREIGN PROFIT QUALIFICATION

W204/22/04

Priority Technologies, Inc.

Certificate of Status	1
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04 APR 21 PM 3:21
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04 APR 21 AM 9:51
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Electronic Filing Menu

Corporate Filing

Public Access Help

4p

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. Priority Technologies, Inc (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," "Co.," or "Corp.")

PTI Education Technologies, Inc (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Nebraska, United States 47-0798739 (State or country under the law of which it is incorporated) (FBI number, if applicable)

4. April 16, 1996 5. perpetual (Date of incorporation) (Duration, Year corp. will cease to exist or "perpetual")

6. upon qualification (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1508 JF Kennedy St #201, Bellevue NE 68205 (Principal office address)

Same as above (Current mailing address)

8. software sale and support (Purpose(s) of corporation authorized in home state or country to be carried out in state of 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 (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.

By: Laura Greco (Registered agent's signature)

Laura Greco Assistant Secretary

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 business addresses of officers and/or directors:

APR 21 AM 9:51 DIVISION OF CORPORATIONS SECRETARY OF STATE

A. DIRECTORS *NA*

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: *Theodore Pryor*

Address: *1508 JF Kennedy #101*

Bellevue, NE 68005

Vice President: *Theodore Pryor*

Address: *1508 JF Kennedy #101*

Bellevue, NE 68005

Secretary: *Theodore Pryor*

Address: *1508 JF Kennedy #101 - Bellevue, NE 68005*

Treasurer: *Theodore Pryor*

Address: *1508 JF Kennedy #101 Bellevue, NE 68005*

04 APR 21 AM 9:51
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

13. *Theodore A. Pryor, Jr.*
(Signature of Director or Officer listed in number 12 of the application)

14. *Theodore A. Pryor, Jr.*
(Typed or printed name and capacity of person signing application)

STATE OF

NEBRASKA



United States of America, }
State of Nebraska } ss.

Department of State
Lincoln, Nebraska

I, John A. Gale, Secretary of State of Nebraska do hereby certify;

PRIORITY TECHNOLOGIES, INC.

was duly incorporated under the laws of this state on April 16, 1996 and do further certify that no occupation taxes assessed are unpaid and no biennial reports are delinquent; articles of dissolution have not been filed and said corporation is in existence as of the date of this certificate.

In Testimony Whereof,

I have hereunto set my hand and affixed the Great Seal of the State of Nebraska on April 19, 2004.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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John A. Gale
SECRETARY OF STATE