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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

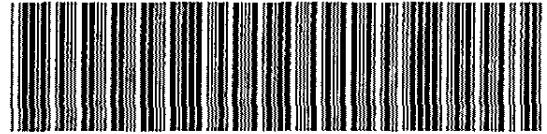
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MDP ASSOCIATES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

MICHAEL D. PANARO SR.
(Name of Person)

MDP ASSOCIATES, INC
(Firm/Company)

137 LANSDOWNE STREET
(Address)

QUINCY MA 02171
(City/State and Zip code)

For further information concerning this matter, please call:

MICHAEL D. PANARO SR. at (617) 265 5724 x201
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. MDP ASSOCIATES, INC
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

MDP ASSOCIATES, INC. OF MASSACHUSETTS
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. MASSACHUSETTS 3. 043123517
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 06/13/1991 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 137 LANSDOWNE STREET, QUINCY, MA 02177
(Principal office address)

137 LANSDOWNE STREET, QUINCY, MA 02177
(Current mailing address)

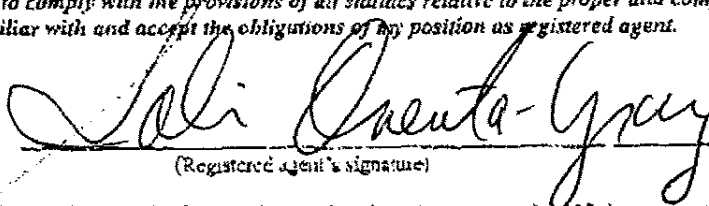
8. SOFTWARE DEVELOPER CONSULTANCY
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: CT Corporation System
 Office Address: 1202 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.


(Registered agent's signature)

**SALVA AMENTA-GRAY
SPECIAL 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.

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: MICHAEL D. PANARO SR

Address: 137 LANSDOWNE STREET

QUINCY MA 02171

Vice Chairman: MICHAEL D. PANARO JR

Address: 137 LANSDOWNE STREET

QUINCY MA 02171

Director: JUDITH D. PANARO

Address: 137 LANSDOWNE STREET

QUINCY MA 02171

Director: _____

Address: _____

B. OFFICERS

President: MICHAEL D. PANARO SR

Address: 137 LANSDOWNE STREET

QUINCY MA 02171

Vice President: MICHAEL D. PANARO JR

Address: 137 LANSDOWNE STREET

QUINCY MA 02171

Secretary: JUDITH D. PANARO

Address: 137 LANSDOWNE STREET QUINCY MA 02171

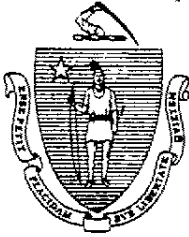
Treasurer: JUDITH D. PANARO

Address: 137 LANSDOWNE STREET QUINCY MA 02171

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

13. Michael D. Panaro Sr.
(Signature of Director or Officer listed in number 12 of the application)

14. MICHAEL D. PANARO SR, PRESIDENT
(Typed or printed name and capacity of person signing application)



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

December 20, 2004

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

MDP ASSOCIATES, INC.

is a domestic corporation organized on **June 13, 1991**, under the General Laws of the Commonwealth of Massachusetts.

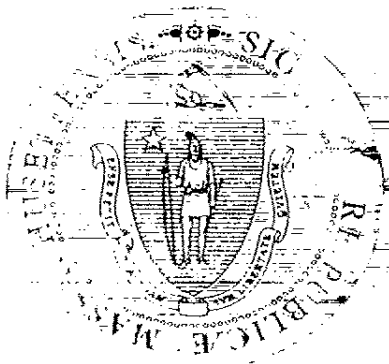
I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.



William Francis Galvin
Secretary of the Commonwealth