

Division of Corporations

F05000006136

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Florida Department of State
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FOREIGN PROFIT QUALIFICATION

Babylon Funding Group Inc.

| | |
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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. Babylon Funding Group Inc. (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. New York 3. 20-1307422 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 06/22/2004 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 73 Deer Park Avenue, Suite 1, Babylon, NY 11702 (Principal office address)

73 Deer Park Avenue, Suite 1, Babylon, NY 11702 (Current mailing address)

8. Please see attached. (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: 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: [Signature] CT Corporation System Brande L. White Asst. Secretary (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 business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jonathan D. Pannaman

Address: 73 Deer Park Avenue, Suite 1

Babylon, NY 11702

Director: _____

Address: _____

B. OFFICERS

CEO/President: Jonathan D. Pannaman

Address: 73 Deer Park Avenue, Suite 1

Babylon, NY 11702

Vice President: _____

Address: _____

Secretary: Jonathan D. Pannaman

Address: 73 Deer Park Avenue, Suite 1 Babylon, NY 11702

Treasurer: Jonathan D. Pannaman

Address: 73 Deer Park Avenue, Suite 1 Babylon, NY 11702

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

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Jonathan D. Pannaman, President

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

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**Appendix to Florida
Application by Foreign Corporation for Authorization to Transact Business in Florida**

**Purpose Clause of
Babylon Funding Group Inc.**

The corporation is formed for the purpose of engaging in any lawful act or activity for which corporations may be formed under the Business Corporation Law. The corporation is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board agency or other body without such consent or approval first being obtained.

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of BABYLON FUNDING GROUP INC. was filed on 06/22/2004, 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 an existing corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 20th day of October
two thousand and five.*

A handwritten signature in black ink, appearing to read "Daniel Shapiro".

Daniel Shapiro
Special Deputy Secretary of State