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Florida Department of State  
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DIVISION OF CORPORATION

## FOREIGN PROFIT QUALIFICATION

Techbooks of Delaware, Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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| Page Count            | 05      |
| Estimated Charge      | \$70.00 |

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TALLAHASSEE, FLORIDA

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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. TechBooks, Inc.

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

Techbooks of Delaware, Inc.

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

2. Delaware

(State or country under the law of which it is incorporated)

3. 54-1596745

(FEI number, if applicable)

4. July 26, 2005

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. \_\_\_\_\_

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

7. 11150 Main Street, Suite 402, Fairfax, VA 22030

(Principal office address)

11150 Main Street, Suite 402, Fairfax, VA 22030

(Current mailing address)

8. To engage in any lawful act or activity in connection with providing electronic content services and solutions

(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

(City)

, Florida 33324

(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.

CT Corporation System

By: \_\_\_\_\_



(Registered agent's signature)

Judith B. Argeo

Asst. Secretary & V. President

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: Rakesh GuptaAddress: 11150 Main Street, Suite 402Fairfax, VA 22030

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Please see attached Addendum.

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**President: Please see attached Addendum.

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. W. Bartlett Snell

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

14. W. Bartlett Snell, CEO

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

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**Addendum to Application by Foreign Corporation for Authorization to Transact Business in Florida****A. ADDITIONAL DIRECTORS**

|          |                                                   |
|----------|---------------------------------------------------|
| Name:    | Ranjit Singh                                      |
| Address: | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |
| Name:    | Anita Gupta                                       |
| Address: | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |
| Name:    | Jai Neal Gupta                                    |
| Address: | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |
| Name:    | Fred Ciporen                                      |
| Address: | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |
| Name:    | David Ehrenfest Steinglass                        |
| Address: | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |
| Name:    | Kim Cooke                                         |
| Address: | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |

**B. OFFICERS**

|                                                                          |                                                   |
|--------------------------------------------------------------------------|---------------------------------------------------|
| President and Chief Executive Officer:                                   | Ranjit Singh                                      |
| Address:                                                                 | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |
| Chief Financial Officer, General Manager – Administration and Secretary: | W. Bartlett Snell                                 |
| Address:                                                                 | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |
| Chief Technical Officer and President – Professional Publishing Group:   | Gurvinder Batra                                   |
| Address:                                                                 | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |
| Executive Vice President of Finance:                                     | Joe Murphy                                        |
| Address:                                                                 | 11150 Main Street, Suite 402<br>Fairfax, VA 22030 |

# Delaware

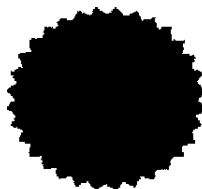
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TECHBOOKS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF OCTOBER, A.D. 2005.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TECHBOOKS, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF JULY, A.D. 2005.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4214571

DATE: 10-10-05