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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

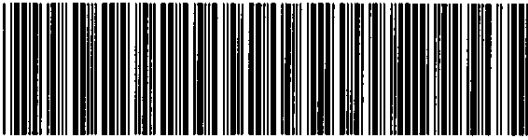
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Livingston International Inc.
405 The West Mall, Suite 400
Toronto ON
Canada M9C 5K7



416 626-2800
1-800-837-1063
Fax 416 622-8886
www.livingstonintl.com

September 12, 2007

Florida Department of State
New Filing Section
Division of Corporations
P.O. Box 6357
Tallahassee, Florida 32314

Dear Sir/Madam:

**Re: Livingston International, Inc. ("Livingston")
New Filing**

Please find enclosed our completed Application by Foreign Corporation for authorization to Transact Business in Florida.

As required, we have enclosed Livingston's Certificate of Existence from the State of Delaware. We enclose a pdf copy of the Certificate which was sent directly by the State as they no longer provide original hard copies.

Also enclosed and as required is our check in the amount of US\$78.75 (\$70.00 representing the filing fee, and \$8.75 for a certificate of status).

Trusting the enclosed is in order. Please do not hesitate to contact the undersigned at 416-626-2800 ext. 3865, should we need to submit anything further.

Yours truly,

Livingston International Inc.



Romana Tibaut

Executive Assistant, Corporate Legal
rtibaut@livingstonintl.com

Enc.

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Livingston International, 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:

Romana Tibaut
(Name of Person)

Livingston International Inc.
(Firm/Company)

405 The West Mall
(Address)

Toronto, Ontario M9C 5K7 Canada
(City/State and Zip code)

For further information concerning this matter, please call:

Romana Tibaut at (416) 626-2800 Ext. 3865
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing 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. Livingston International, 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. Delaware

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

3. 52-1491147

(FEI number, if applicable)

4. December 11, 1986

(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. 405 The West Mall, Suite 400, Toronto, Ontario M9C 5K7 Canada

(Principal office address)

405 The West Mall, Suite 400, Toronto, Ontario M9C 5K7 Canada

(Current mailing address)

8. Customs Brokerage and Transportation Services

(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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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.

Charles W Meyer

(Registered agent's signature)

CHARLES W. MEYER
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:

A. DIRECTORS

Chairman: Please see attached Schedule "A"

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Please see attached Schedule "A"

Address: _____

Vice President: _____

Address: _____

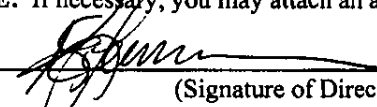
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Kathrine Lemmon, Secretary
(Typed or printed name and capacity of person signing application)

SCHEDULE "A"

LIVINGSTON INTERNATIONAL, INC.

DIRECTORS

Peter Restler
36 Pierrepont Street
Brooklyn, New York 11201

Peter Luit
30 Brookfield Road
Toronto, Ontario M2P 1A9

Jacques Landreville
8980 Rue Roussin
Brossard, Quebec J4X 2K3

OFFICERS

Chairman of the Board

Peter Restler
36 Pierrepont Street
Brooklyn, New York 11201

Chief Executive Officer & President

Peter Luit
30 Brookfield Road
Toronto, Ontario M2P 1A9

Vice President, Legal & Secretary

Kathrine Lemmon
1 Wildberry Way
Carlisle, Ontario L0R 1H2

Chief Financial Officer

Christopher McMullen
3 Glendarling Road
Etobicoke, Ontario M9A 4G3

Vice President, Information Technology

Phil MacDonald
4075 Farmcottage Court
Mississauga, Ontario L5L 2P7

Senior Vice-President, U.S. & Canadian Brokerage

Richard Boara
4092 Colonial Drive
Mississauga, Ontario L5L 4E8

Vice-President, Finance

Joe Joseph
2121 Falling Green Drive
Oakville, Ontario L6M 5B6

Vice-President, Operational Development

Stephane Ethier
859 Carlaw Avenue
Toronto, Ontario M4K 3L4

Vice President, Sales and Marketing

David Zavitz
1862 Heather Hills Drive
Burlington, Ontario L7P 2Y9

Vice-President, Human Resources

Mara Volpini
68 Riley Street
Waterdown, Ontario L0G 2H6

Vice-President, Regional Operations

Raymond Osowski
1460 71st Street
Downer's Grove, Illinois 60516

Vice-President, Government Remittance Management

Pierre Gervais
94 Coburg Crescent
Richmond Hill, Ontario L4B 4E4

Senior Director, US Operations

Maureen Celmer
829 Park Avenue
North Tonawanda, New York 11420

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIVINGSTON INTERNATIONAL, 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 ELEVENTH DAY OF SEPTEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

2110626 8300

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5989485

DATE: 09-11-07