

F08000000022

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(Address)

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 MAR -4 PM 2:55

*Amend*

MAR - 8 2013  
T. BROWN

# Dinsmore

*Legal Counsel.*

DINSMORE & SHOHL LLP  
255 East Fifth Street ^ Suite 1900 ^ Cincinnati, OH 45202  
www.dinsmore.com

JILL M. SCHERFF  
(513) 977-8109 (DIRECT) ^ (513) 977-8141 (FAX)  
JILL.SCHERFF@DINSMORE.COM

February 25, 2013

Florida Department of State  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

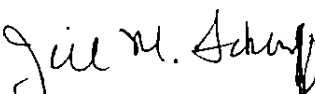
RE: 1E, Inc. -- F08000000022

Dear Sir or Madam:

Enclosed please find an application by the above-referenced foreign profit corporation to file an amendment to its application for authorization to transact business in Florida, certified copies of Certificates of Incorporation and Merger in Delaware, and a check in the amount of \$35.00 for filing fees. Please process this amendment to change the corporation's jurisdiction to Delaware and return a letter of acknowledgement to me in the enclosed envelope.

Thank you for your assistance in this matter. Please feel free to contact me if you have any questions.

Sincerely,

  
Jill M. Scherff

JMS:cmh:plb

Enclosures

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** 1E, INC.  
Name of Corporation

**DOCUMENT NUMBER:** F08000000022

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

**Jill M. Scherff**  
Name of Contact Person

**Dinsmore & Shohl LLP**  
Firm/Company

**255 E. 5th St. Ste. 1900**  
Address

**Cincinnati, OH 45202**  
City/State and Zip Code

**jill.scherff@dinsmore.com**  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

**Jill M. Scherff** at ( **513** ) **977-8109**  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

FILED STATE  
SECRETARY OF CORPORATIONS  
12 MAR -4 PM 2:55

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F0800000022  
(Document number of corporation (if known))

1. 1E, INC.  
(Name of corporation as it appears on the records of the Department of State)

2. California (Incorporated under laws of)      3. January 2, 2008 (Date authorized to do business in Florida)

FILED STATE  
SECRETARY OF CORPORATIONS  
13 MAR -4 PM 2:55

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? \_\_\_\_\_

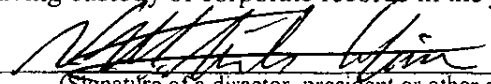
5. \_\_\_\_\_  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.  
\_\_\_\_\_  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
Delaware  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Nicholas Milne Home  
(Typed or printed name of person signing)

President  
(Title of person signing)

# Delaware

PAGE 1

## The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "1E, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE THIRTIETH DAY OF MAY, A.D. 2008, AT 1:27 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE THIRTIETH DAY OF MAY, A.D. 2008, AT 1:35 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF MAY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "1E, INC.".



4554616 8100H

130158699

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0220850

DATE: 02-16-13

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:35 PM 05/30/2008  
FILED 01:27 PM 05/30/2008  
SRV 080637947 - 4554616 FILE

**STATE of DELAWARE  
CERTIFICATE of INCORPORATION  
A STOCK CORPORATION**

- **First:** The name of the Corporation is 1E, INC.
- **Second:** Its registered office in the State of Delaware is to be located at Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The Registered Agent in charge thereof is The Corporation Trust Company.
- **Third:** The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
- **Fourth:** The total number of shares of stock which the corporation shall have authority to issue is 1,500, all of which shall have a par value of \$.0001. All such shares are of one class and are shares of Common Stock.
- **Fifth:** The name and mailing address of the incorporator is as follows:  
  
Nicholas Milne Home  
5 Penn Plaza, 23<sup>rd</sup> Floor  
New York, NY 10001.
- **Sixth:** The name and mailing address of the directors of the Corporation who will serve until the first annual meeting of the stockholder or until their successors are elected and qualified are as follows:  
  
Sumir Karayi  
5 Penn Plaza, 23<sup>rd</sup> Floor  
New York, NY 10001  
  
Nicholas Milne Home  
5 Penn Plaza, 23<sup>rd</sup> Floor  
New York, NY 10001

- **I, the undersigned Incorporator**, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file, and record this Certificate of Incorporation, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 13 day of May, 2008.

By:

  
Nicholas Milne Home, Incorporator

