

F 96000000846

02-03 03:20PM 1407 1956 03

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: FinSource, Ltd.
(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:

Stanton J. Freeman
(Name of Person) 800001718908
-02/20/96--01052--003
*****78.75 *****78.75

FinSource, Ltd.
(Firm/Company)

142 South County Road
(Address)

Palm Beach, FL 33480
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Stanton J. Freeman at 407/655-6652
(Name of Person) (Area Code & Daytime Telephone Number)

added "Corp." per Mr. Freeman, by phone, 2/20/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 20 PM 1:42
LR 2/20

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FINSOURCE, LTD.

February 16, 1966

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399


VIA FEDEX

Dear Sir or Madam,

Enclosed please find a check for \$78.75, a certificate of existence from the State of Delaware, and your completed application to register the above named Corporation in the State of Florida.

In addition I have enclosed a FEDEX airbill so you may expedite our certificate of status when completed.

Thank you,



Stanton J. Freeman
Chairman CEO

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. FinSource, Ltd. CORP.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

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

3. EIN#65-0639784 (Fed. e.i.)
(FEI number, if applicable)

4. 12/26/95
(Date of incorporation)

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

6. upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 142 South County Rd., Palm Beach, FL33480
(Current mailing address)

8. Transact any and all lawful business
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

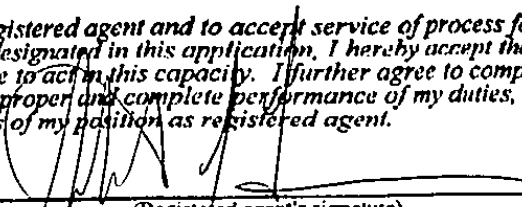
Name: Stanton J. Freeman

Office Address: 142 South County Rd. FL

Palm Beach, Florida, 33480
(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)

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 20 PM 1:42

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Stanton J. Freeman...

Address: 142 South County Road, Palm Beach, FL 33486

Vice Chairman: David T. Fettes

Address: 60 Waterhole Road

Easthampton, NY 11937

Director: Joshua Konigsberg, 230 Cambridge Chase, Exton, PA 19341

Address:

Director: Claude A. Hug

Address: Trump Plaz. Ste 15A, 525 S. Flagler Dr. W. Palm Beach 33401

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Claude A. Hug

Address: Trump Plaza, Ste. 15A, 525 S. Flagler Dr., W. Palm Beach, 33401

Vice President: Joshua Konigsberg

Address: 230 Cambridge Chase, Exton, Pa 19341

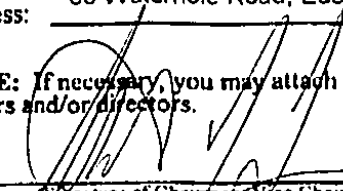
Secretary: David T. Fettes

Address: 60 Waterhole Road, Easthampton, NY 11937

Treasurer: David T. Fettes

Address: 60 Waterhole Road, Easthampton, NY 11937

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

13.  (Signature of Chairman, Vice Chairman, or any officer listed in number 13 of the application)
Stanton J. Freeman, Chairman CEO

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

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FINSOURCE, LTD." 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 FIFTEENTH DAY OF FEBRUARY, A.D. 1996.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 20 PM 1:42



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7828950

02-15-96

2575021 8300

960044393

FINdex

96000000846

December 27, 1996

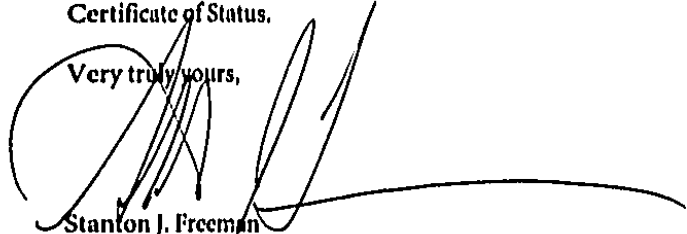
Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
97 MAR -3 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern,

Enclosed please find an application for amendment and a check for \$43.75 which includes \$8.75 for a Certificate of Status.

Very truly yours,



Stanton J. Freeman
Chairman CEO

300002041273--7
-12/30/96--01064--002
*****43.75 *****43.75

~~WAT-579~~
OK

NC
OK
6d/1
3-3

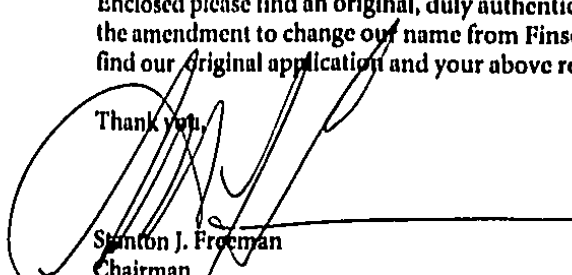


Karen Gibson
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Subject: Finsource, Ltd. Corp.
Ref. Number F9600000846
Letter # 297A00001216

Dear Ms Gibson,

Enclosed please find an original, duly authenticated certificate from the State of Delaware evidencing the amendment to change our name from Finsource, Ltd., to FINdex.com, Inc.. In addition please find our original application and your above referenced letter.

Thank you,



Stanton J. Freeman
Chairman



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1997

STANTON, J. FREEMAN
FINDEX
SUITE 146C, 3111 S. DIXIE HWY
W. PALM BEACH, FL 33405

SUBJECT: FINSOURCE, LTD. CORP.
Ref. Number: F96000000846

We have received your document for FINSOURCE, LTD. CORP. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

PLEASE CHECK OVER THE APPLICATION. THE DATE IN #3 SHOULD BE 2/20/96. SEE THE ENCLOSED PRINT-OUT. THE DATE IN NUMBER 4 SHOULD MATCH THE DATE THAT THE NAME WAS CHANGED IN DELAWARE.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 297A00001216

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.)

SECTION I
(1-3 MUST BE COMPLETED)

1. FinSource, Ltd. Corp
Name of corporation as it appears on the records of the Department of State.

2. Delaware
Incorporated under laws of

3. 2/20/96
Date authorized to do business in Florida

FILED
97 MAR - 3 PM 3:51
TALLAHASSEE, FLORIDA

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? 8/29/96 at 9:AM

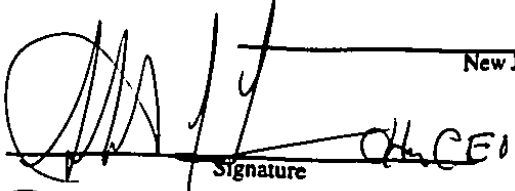
5. FinIndex.com, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

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.

New Jurisdiction


Signature CEO

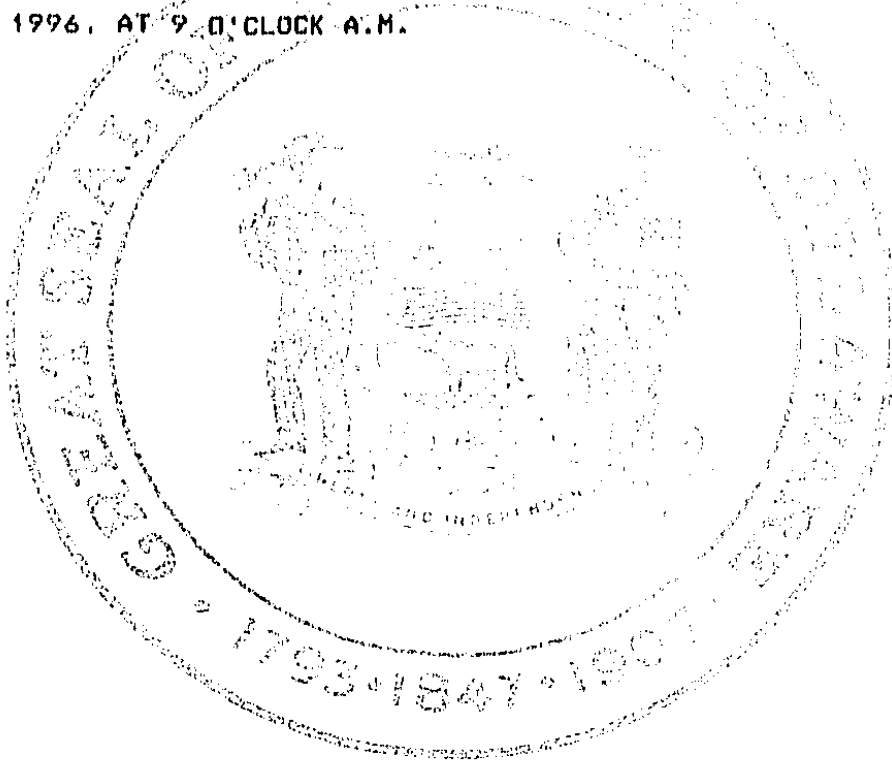
12/27/97
Date

Stanton N. Freeman
Typed or printed name

Chairman CEO
Title

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "FINSOURCE, LTD.", CHANGING ITS NAME FROM "FINSOURCE, LTD." TO "FINDEX.COM, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF AUGUST, A.D. 1996, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2575021 8100

971043863

AUTHENTICATION:

DATE:

8323615

02-10-97