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APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA OF CHARLES TECHNOLOGY SOLUTIONS, INC.

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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. The name of the corporation is Charles Technology Solutions, Inc. (the "Corporation").
- 2. The Corporation was incorporated under the laws of the State of Delaware.
- 3. The Corporation's Federal Employer Identification number is pending.
- 4. The date of incorporation of the Corporation is July 25, 2000.
- 5. The Corporation has perpetual duration.
- 6. The Corporation will begin to transact business in Florida upon authorization.
- 7. The current mailing address of the Corporation is:

1 Turnberry Place, Suite 301 Aventura, FL 33180

- 8. The purpose of the Corporation is management and consulting services.
- 9. The name and address of the Corporation's Registered Agent in Florida is:

LEXIS Document Services Inc. 3953 WW Kelley Road Tallahassee, FL 32311

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.

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LEXAS Document Services Inc.

Name: Title:

- 10. Attached is a certificate of existence of the Corporation 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 laws of which the Corporation is incorporated.
- 11. Names and addresses of officers and directors of the Corporation:

NAME AND ADDRESS

Carl Ruderman 1 Turnberry Place, Suite 301 Aventura, FL 33180

TITLE

Sole Director, President, Treasurer and Secretary

Dated: July 28, 2000

CHARLES TECHNOLOGY SOLUTIONS, INC.

Carl Ruderman

President, Treasurer and Secretary

State of Delaware Office of the Secretary of State

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AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CHARLES TECHNOLOGY SOLUTIONS, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF JULY, A.D. 2000.

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

Edward J. Freel, Secretary of State

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AUTHENTICATION:

08-01-00

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DATE:

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