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DENNIS R. BEDARD

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March 25, 2001

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

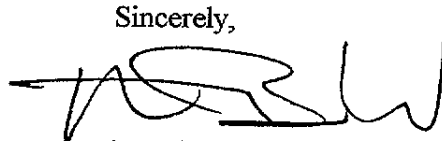
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F01-1741

Dear Sirs:

Enclosed is an application to register Contract & Audit Management Services Limited to do business in the State of Florida. I have enclosed a check for \$87.50. Thank you for your attention to this matter.

Sincerely,



Dennis R. Bedard

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TALLAHASSEE FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Contract Audit & Management Services Limited
(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:

Dennis R. Bedard

(Name of Person)

1717 North Bayshore Drive, Suite 102

(Firm/Company)

Miami, Florida 33132

(Address)

(City/State and Zip code)

For further information concerning this matter, please call:

Dennis R. Bedard

(Name of Person)

at (305) 530 0795

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration 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

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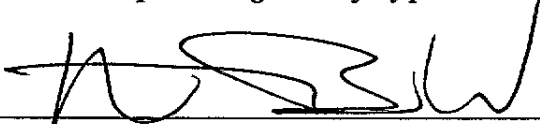
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. Contract Audit & Management Services Limited Incorporated
(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. United Kingdom
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. September 15, 1997
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 57 Grosvenor Street, Mayfair, L0ndon W1X9DA
(Principal office address)
Same
(Current mailing address)
8. Any Authorized Business
(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 or Mail Drop Box **NOT** acceptable)
Name: Dennis R. Bedard
Office Address: 1717 North Bayshore Drive, Suite 102
Miami, Florida 33132
(City) (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.

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STATE

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: David Kenneth Griffin

Address: 57 Grosvenor Street, Mayfair, London W1X9DA

Vice Chairman: Dennis R. Bedard

Address: 1717 North Bayshore Drive, Suite 102, Miami, Florida 33132

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE FLORIDA

B. OFFICERS

President: David Kenneth Griffin

Address: 57 Grosvenor Street, Mayfair, London W1X9DA

Vice President: Dennis R. Bedard

Address: 1717 North Bayshore Drive, Suite 102, Miami, Florida 33132

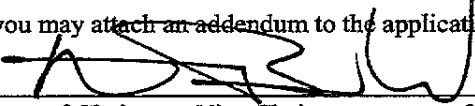
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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 12 of the application)

14. Vice Chairman, Vice President: Dennis R. Bedard
(Typed or printed name and capacity of person signing application)

APOSTILLE
(Convention de La Haye du 5 octobre 1961)

1. Country: Isle of Man
Pays: l'Isle de Man
This public document/Le présent acte public
 2. has been signed by **HEDLEY DOUGLAS NEIL HANSON**
a été signé par
 3. acting in the capacity of Notary Public
agissant en qualité de
 4. bears the seal/stamp of The said Notary Public
est revêtu du sceau/timbre de
- Certified/Attesté
5. at Douglas/à Douglas
 6. the/le
 7. by His Excellency the Lieutenant Governor of the Isle of Man
par son Excellence le Lieutenant Gouverneur de l'Isle de Man
 8. Number/sous No **C 83136**
 9. Stamp:
timbre:
 10. Signature

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TALLAHASSEE FLORIDA

FINANCE AND
ADMINISTRATION DIVISION
GENERAL REGISTRY

ISLE OF MAN



JOHN FREDERICK KENNISH
Deputy Assistant Chief Registrar
for His Excellency the Lieutenant Governor
pour son Excellence le Lieutenant Gouverneur

I, David Kenneth Griffin make oath and say as follows :-

That I am a director of Contract Audit & Management Services Limited a company with limited liability incorporated and existing in accordance with the law of the United Kingdom with registered office at 57 Grosvenor Street, Mayfair, London W1X 9DA

That the documents attached hereto contains a true and faithful copy of the original documentation as listed below:-

- Certificate of Incorporation
- Certificate of Goodstanding at 9th February 2001

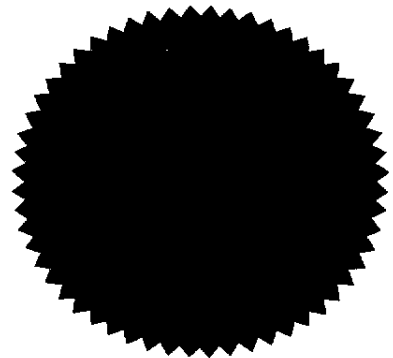
Subscribed and Sworn at Douglas
Isle of Man this 14th day of February 2001

Before me:-



Notary Public





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TALLAHASSEE FLORIDA



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 3434402

The Registrar of Companies for England and Wales hereby certifies that
CONTRACT AUDIT & MANAGEMENT SERVICES LIMITED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

is this day incorporated under the Companies Act 1985 as a private
company and that the company is limited.

Given at Companies House, Cardiff, the 15th September 1997

S. MORGAN (MRS)

For the Registrar of Companies



C O M P A N I E S H O U S E



THE COMPANIES ACT 1985

Company No. 3434402

The Registrar of Companies for England and Wales hereby certifies that

CONTRACT AUDIT & MANAGEMENT SERVICES LIMITED was incorporated under the Companies Act 1985 as a limited company on 15th September 1997.

According to the documents on the file of the company in the custody of the Registrar of Companies, the company has been in continuous and unbroken existence since the date of its incorporation.

No action is currently being taken by the Registrar of Companies for striking the company off the register and dissolving it as defunct, and as far as the Registrar is aware:-

- a) the company is not in liquidation or subject to an administration order, and
- b) no receiver or manager of the company's property has been appointed.

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TALLAHASSEE FLORIDA

Given at Companies House, Cardiff the 9th February 2001

J. M. Mayor
MRS. J. M. MAYOR
for the Registrar of Companies



Companies House