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First RB Capital Corporation

4401 West Hillsboro Blvd. Coconut Creek, Florida 33073

Phone: 954-725-6070 Fax: 954-725-6069

6-12-01

To: Registration Sections Division of Corporations

Dear Sir or madam:

As you are aware we are in limbo until we receive proof of status. It is highly imperative that we can open a bank account, which we cannot do until we hear from you. It would be most helpful if this paperwork can be expedited and very much appreciated. 10 That end, I am enclosing a Fed Ex return envelope. Consideration to this sequest for your kind

> Respectfully Per Linkelaten, treasures

> > Primo Credit Consulting Corp.



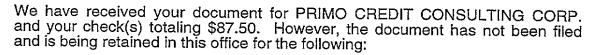
### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 18, 2001

BEN FINKELSTEIN
PRIMO CREDIT CONSULTING CORP.
4401 WEST HILLSBORO BLVD.
COCONUT CREEK, FL 33073

SUBJECT: PRIMO CREDIT CONSULTING CORP.

Ref. Number: W01000013902



This letter is a follow-up to our telephone conversation today. As noted in the call, we need the FEI number and date of incorporation of this corporation, and will add the information to your application once you give us the information. Also, we need an original certificate of good standing, as described in the next paragraph.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 (850) 487-6051.

Lee Rivers Document Specialist

Letter Number: 501A00037041

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#### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 19, 2001

BEN FINKELSTEIN PRIMO CREDIT CONSULTING CORP. 4401 WEST HILLSBORO BLVD. COCONUT CREEK, FL 33073

SUBJECT: PRIMO CREDIT CONSULTING CORP.

Ref. Number: W01000013902

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We have received your document for PRIMO CREDIT CONSULTING CORP. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Thank you for submitting your certificate from Delaware. You still must provide the FEI number and date of incorporation, as noted in our call and previous letter.

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 (850) 245-6958.

Lee Rivers Document Specialist

Letter Number: 401A00042357

#### 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. PRIMO CREDIT CONSULTING 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)  (FEI number, if applicable)
(State of country under the law of which it is incorporated) (FEI number, if applicable)
4. O5-29-01 (Date of incorporation)  5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")
the same of perpendict of the same of the
6. 06-01-01
(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. 4401 WEST HILLSBORD BLVD - COCONUT CREEK FL. 33073 (Principal office address)
(Principal office address)
4401 WEST HILLSBORD BLVD COCONUT CREEK, FL. 338732
(Current mailing address)
8. <u>CREDIT CONSULTATION &amp; REPAIR</u> (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
(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: CAROL FELDMAN
Office Address: 21150 FALLS RIDGE WAY
BOCA RATON , Florida 33428
(City) (Zip code)
0. Registered agent's accentance

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.

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

A. DIRECTORS
Chairman: CLIFF FELDMAN
Address: 21150 FALLS RIDGE WAY
BOCA RATION, FL. 33428
Vice Chairman: DENNIS CHIRA
Address: 11280 HERON BAY BLYD.
CORAL SPRINGS, FL. 33076
Director: RYAN BROWN
Address: 5332 EAGLE LAKE DRIVE
PALM BEACH GARDENS, FL. 33418 ==
Director: BEN FINKELSTEIN
Address: WISO TALLS NIBGE WAY
BOCA RATION, FL. 33428
B. OFFICERS
President: CLIFF FELDMAN
Address: 21150 FALLS RIDGE WAY
BOCA RATON, FL. 33428
Vice President: DENNIS CHIRA
Address: 11280 HERON BAY BLVD.
CORAL SPRINGS, FL. 33076
Secretary: RYAN BROWN
Address: 5332 EAGLE LAKE DRIVE - PALM BEACH GARDENS
Treasurer: BEN FINKELSTEIN
Address: 21150 FALLS RIDGE WAY - BOCA RATON, FL. 33428
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors,
3. Sen frakelslen?
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)  4. DEN FINKELSTEIN — TREASURER
4. TEN INKELSTEIN — (REASURER (Typed or printed name and capacity of person signing application)

## State of Delaware Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PRIMO CREDIT CONSULTING CORP." 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 TENTH DAY OF JULY, A.D. 2001.

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Darriet Smith Windson Harriet Smith Windson, Secretary of State

AUTHENTICATION: 1234146

DATE: 07-10-01

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