



F02000000934

ACCOUNT NO. : 072100000032

REFERENCE : 402661 4338892

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 78.75

FILED
02 FEB 21 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 18, 2002

ORDER TIME : 10:20 AM

ORDER NO. : 402661-010

CUSTOMER NO: 4338892

CUSTOMER: Mr. Gregory Borges
Idine Rewards Network, Inc.
11900 Biscayne Blvd.
Suite 460
Miami, FL 331812708

RECEIVED
02 FEB 21 AM 11:20
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS



NAME: TRC MERGER CORPORATION

4000004981244--5

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

PK

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TRC MERGER CORPORATION
(Name of corporation - must include suffix)

FILED
02 FEB 21 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Keith E. Kiper, ESQ.

(Name of Person)

IDINE REWARDS NETWORK INC.

(Firm/Company)

11900 Biscayne Boulevard Ste. 400

(Address)

North Miami, FL 33181

(City/State and Zip code)

For further information concerning this matter, please call:

Keith E. Kiper

(Name of Person)

at (305) 892-3343

(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

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. TRC MERGER CORPORATION

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION",
words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of
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. N/A

(FEI number, if applicable)

4. 7/12/1995

(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. 11900 Biscayne Boulevard ste 400, N. Miami, FL 33181

(Principal office address)

11900 Biscayne Boulevard ste 400, N. Miami, FL 33181

(Current mailing address)

8. Administration

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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.*

Corporation Service Company

Brian Courtney
Asst. V. Pres.

(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: GREGORY R. BORGES

Address: 11900 Biscayne Boulevard Ste 460 N.Miami, FL, 33181

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

13. Gregory R. Borges
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. GREGORY R. BORGES
(Typed or printed name and capacity of person signing application)

FILED
02 FEB 21 PM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

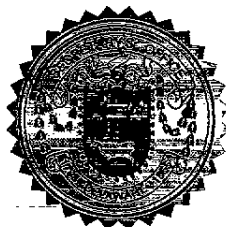
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRC MERGER CORPORATION" 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 TWENTIETH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
02 FEB 21 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2523742 8300

AUTHENTICATION: 1620573

020109459

DATE: 02-20-02