

BLUMB CORP SVCS

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Division of Corporations

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Katherine Harris, Secretary of State

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To:

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Fax Number : (850) 205-0383

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.  
Account Number : 075350000353  
Phone : (212) 431-5000  
Fax Number : (212) 431-1441

**FOREIGN PROFIT QUALIFICATION**

**BERKSHIRE FINANCIAL GROUP INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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BLUMB CORP SVCS  
Department of State

Fax: 2124311441  
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Mar 13 2002 14:41 P.02



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 6, 2002

BLUMBERG/EXCELSIOR CORPORATE SERVICES

SUBJECT: BERKSHIRE FINANCIAL GROUP INC.  
REF: W02000006374

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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

The document is illegible and not acceptable for imaging. We ask that you type or carefully print the information in the appropriate blocks.

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

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Gretchen Harvey  
Document Specialist Supervisor

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

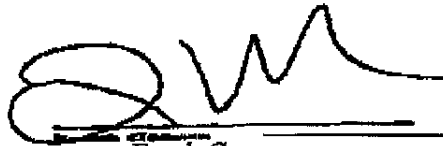
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 MAR 13

RESOLUTION OF BOARD OF DIRECTORS  
OF  
BERKSHIRE FINANCIAL GROUP INC.

The undersigned does hereby certify that the following is a true, complete and correct copy of a certain resolution of the Board of Directors of BERKSHIRE FINANCIAL GROUP INC., a corporation duly organized and existing under the laws of the State of New York, which resolution was duly adopted at a duly called meeting of the said Board, held on the 8<sup>TH</sup> day of March, 2002, a quorum being present, and is set forth in the minutes of the said meeting; and that the said resolution has not been rescinded or modified:

Resolved, that BERKSHIRE FINANCIAL GROUP INC., organized and existing under the laws of the State of New York, hereby adopts the name EZMONEY.COM CORP., for use in the State of Florida for all purposes; and further resolved that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the State of Florida under the name EZMONEY.COM CORP., and resolved further that all activities and business of the corporation within the State of Florida shall be carried out under the name

IN WITNESS WHEREOF, I HAVE SUBSCRIBED MY NAME ON THIS 11<sup>TH</sup> DAY  
OF March, 2002

  
\_\_\_\_\_  
Frank Carone  
President

**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.

ALTERNATE NAME:

EZMONEY.COM CORP.

1. **BERKSHIRE FINANCIAL GROUP INC.**

(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.)

NEW YORK

11-3498753

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

(FEI number, if applicable)

6/24/99

(Date of incorporation)

PERPETUAL

5. (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. **6917-23 5th AVE, BROOKLYN, NY 11209**

(Principal office address)

SAME AS ABOVE

(Current mailing address)

8. **MORTGAGE LENDER**

(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: **BLUMBERGEXCELSIOR CORPORATE SERVICES, INC.**Office Address: **4435 OLD WINTER GARDEN ROAD**

ORLANDO

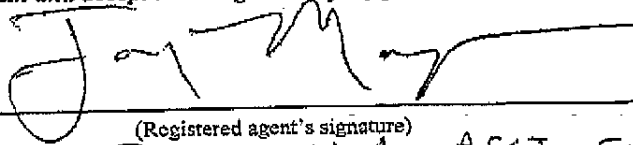
(City)

Florida 32811

(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)

JOSE MORICA, ASST. SECY.

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.

BLUMBERG EXCELSIOR CORPORATE SERVICES, INC.

2 WHITE STREET  
NEW YORK, NY 10013

12-431-5000

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

## A. DIRECTORS

Chairman: FRANK CARONEAddress: 6917-23 5th AVE., BROOKLYN, NY 11209

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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## B. OFFICERS

President: FRANK CARONEAddress: 6917-23 5th AVE., BROOKLYN, NY 11209Vice President: JANICE AXELRODAddress: 6917-23 5th AVE., BROOKLYN, NY 11209Secretary: MARC GRAMAAddress: 6917-23 5th AVE., BROOKLYN, NY 11209

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. [Signature]  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. FRANK V. CARONE President / Chairman  
(Typed or printed name and capacity of person signing application)

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State of New York } ss:  
Department of State

I hereby certify, that the Certificate of Incorporation of BERKSHIRE FINANCIAL GROUP INC. was filed on 06/24/1999, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

The Biennial Statement is past due.

I further certify, that no other documents have been filed by such Corporation.



\*\*\*

Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 04th day of March  
two thousand and two.

Special Deputy Secretary of State

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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BLUMBERG EXCELSIOR  
62 WHITE ST  
NY NY 10013  
800 221-2972 X575

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