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(Requestor's Name)

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(City/State/Zip/Phone #)

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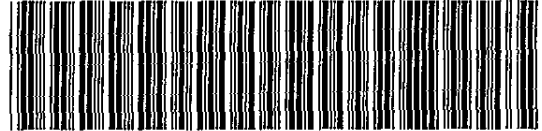
(Business Entity Name)

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ACCOUNT NO. : 072100000032
REFERENCE : 040023 7192787
AUTHORIZATION : *Patricia Piguet*
COST LIMIT : \$ 70.00

FILED
03 APR 16 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 14, 2003
ORDER TIME : 2:18 PM
ORDER NO. : 040023-010
CUSTOMER NO: 7192787
CUSTOMER: Mr. Mark Pino
Serco Group Inc.
20 East Clementon Road
Suite 102 South
Gibbsboro, NJ 08026

FOREIGN FILINGS

NAME: SERCO EQUIPMENT SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

**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.

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TALLAHASSEE, FLORIDA

1. SERCO EQUIPMENT SERVICES, 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.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 01-0765374
(FEI number, if applicable)
4. January 29, 2003
(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. 20 East Clementon Road, Gibbsboro, NJ 08026
(Principal office address)
20 East Clementon Road, Gibbsboro, NJ 08026
(Current mailing address)
8. Digital Photographic Equipment Maintenance
(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

Ann Shilling
(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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

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. Daryl Angell, Assistant Secretary

(Typed or printed name and capacity of person signing application)

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Serco Equipment Services, Inc

FEIN# 03 01-0765374

Corporate Officers & Directors

First Name	Last Name	Title	Office	Address	City	State	Zip	Phone
King	Bradley	President	*	20 E Clementon Rd, Suite 102 S., Gibbstboro, NJ 08026				(856)346-8800
Gill	Steven	Secretary	*	20 E Clementon Rd, Suite 102 S., Gibbstboro, NJ 08026				(856)346-880 0
Angell	Daryl	Assistant Secretary	n/a	20 E Clementon Rd, Suite 102 S., Gibbstboro, NJ 08026				(856)346-880 0
Maier	Thomas	Director	*	West 70 Century Rd, Paramus, NJ 07652				(201)599-4335

Note...Those marked with an * are also Directors

Delaware

PAGE 1

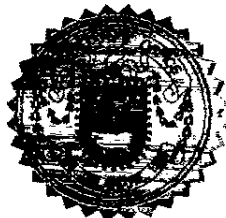
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SERCO EQUIPMENT SERVICES, INC." 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 FIFTEENTH DAY OF APRIL, A.D. 2003.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SERCO EQUIPMENT SERVICES, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF JANUARY, A.D. 2003.

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TREASURER, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2367429

DATE: 04-15-03