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TALLAHASSEE, FLORIDA  
CORPORATIONS

W03-20296

J. BRYAN JUL 17 2003

J. BRYAN AUG - 1 2003

## TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: COMPLIANCE SERVICES CORPORATION  
(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:

DONALD PAVONY  
(Name of Person)  
COMPLIANCE SERVICES CORPORATION  
(Firm/Company)  
19634 CLUB HOUSE DRIVE #310  
(Address)  
GAITHERSBURG, MD 20886  
(City/State and Zip code)

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2003 JUL 31 AM 8:40  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

DONALD PAVONY at (301) 212-9300  
(Name of Person) (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

THE HUDSON GROUP, INC.  
COMPLIANCE SERVICES CORPORATION  
19634 Club House Drive, #310  
Montgomery Village, MD 20886  
(301) 212-9300 (Office)  
(301) 990-0665 (Fax)

July 28, 2003

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Attention: Joey Bryan  
Document Specialist

Re: Your Reference Numbers: W03000020344  
W03000020296

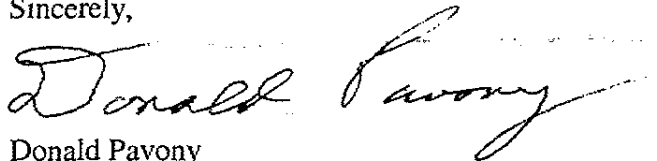
Dear Mr. Bryan:

Enclosed please find a copy of your July 17 letters advising of the unavailability of the corporate name in Florida. As discussed, the captioned corporation names now applied for in Florida have been amended to "The Hudson Group, Inc. of Maryland" and "Compliance Services Corporation of Maryland".

The Hudson Group, Inc. application and the original Resolution of Directors for each corporation, signed by Peter M. Hudson, Chairman, are also enclosed. Please call, fax or e-mail me at [dpavony@thehudsongroup.net](mailto:dpavony@thehudsongroup.net) if you require any additional information or if there are any further materials required to qualify the captioned corporations as foreign corporations doing business in Florida

Thank you for your help.

Sincerely,



Donald Pavony  
Chief Operating Officer

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2003 JUL 31 AM 9:40  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

July 17, 2003

DONALD PAVONY  
COMPLIANCE SERVICES CORPORATION  
19634 CLUB HOUSE DRIVE #310  
GAITHERSBURG, MD 20886

SUBJECT: COMPLIANCE SERVICES CORPORATION  
Ref. Number: W03000020296

FILED  
2003 JUL 31 AM 9:40  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for COMPLIANCE SERVICES CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan  
Document Specialist

Letter Number: 103A00041960

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2003 JUL 31 AM 9:41  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned PETER M. HUDSON, do hereby certify  
(Name)

that this Resolution of the Board of Directors of \_\_\_\_\_

COMPLIANCE SERVICES CORPORATION

(Corporate Name)

a corporation duly organized and existing under the laws of the State of MARYLAND,

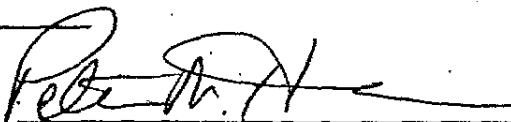
was duly adopted on JULY 25, 2003.

Be it resolved, that COMPLIANCE SERVICES CORPORATION,  
(Corporate Name)

organized and existing in the State of MARYLAND, hereby adopts the name

COMPLIANCE SERVICES CORPORATION OF MARYLAND for use in Florida.

Dated: 7/28/03



Signature of either Chairman, Vice Chairman or any officer

PETER M. HUDSON

Type or print name

Make checks payable to Florida Department of State and mail to:  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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. COMPLIANCE SERVICES CORPORATION  
(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. MARYLAND 3. 52-1778499  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/11/92 5. PERPETUAL  
(Date of incorporation) (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. 19634 CLUB HOUSE DRIVE, #310, GAITHERSBURG, MD 20886  
(Principal office address)

(Current mailing address)

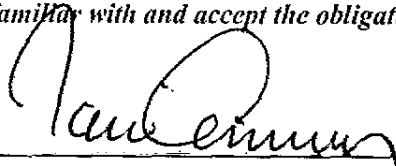
8. INFORMATION TRACKING  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: IAN A. O'CONNOR

Office Address: 205 WORTH AVENUE, SUITE 201  
PALM BEACH, Florida 33480  
(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.

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

A. DIRECTORS

Chairman: PETER M. HUDSON

Address: 19637 CLUB House Drive, #310  
GAITHERS BURG, MD 20886

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

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

Director: BRIGITTE HUDSON

Address: 19637 CLUB House Drive, #310  
GAITHERS BURG, MD 20886

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

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

B. OFFICERS

President: BRIGITTE HUDSON

Address: SAME AS ABOVE

Vice President: \_\_\_\_\_

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

Secretary: PETER M. HUDSON

Address: SAME AS ABOVE

Treasurer: BRIGITTE HUDSON

Address: SAME AS ABOVE

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

13. Peter M. Hudson CHAIRMAN

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. PETER M. HUDSON CHAIRMAN

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

FILED  
2003 JUL 31 AM 9:41  
MICHIGAN SECURITIES CORPORATION  
TALLAHASSEE, FLORIDA

**STATE OF MARYLAND**  
**Department of Assessments and Taxation**

FILED  
2003 JUL 31 AM 9:41  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT COMPLIANCE SERVICES CORPORATION IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JULY 03, 2003.



Paul B. Anderson  
Charter Division

