

MAY-4-2004

FROM: STEEL HECTOR & DAVIS

TO: 002050387

P: 1/4

Division of Corporations

Page 1 of 1

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Florida Department of State
Division of Corporations
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H04000098008 3

**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. BRUOT IMAGING SYSTEMS, 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. 20-1003309
(FEI number, if applicable)
4. April 13, 2004
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 AND 817.155, F.S.)
7. c/o Steel Hector & Davis LLP, 200 South Biscayne Blvd., Ste. 4000, Miami, Florida 33131
(Principal office address)
- Same as #7 above
(Current mailing address)
8. Transacting any and all lawful business permitted under the laws of the 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: Peninsula Registered Agents, Inc.
Office Address: 200 S. Biscayne Blvd., - 43rd Floor
Miami, Florida, Florida, 33131
(Zip Code)
10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process of 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.

Peninsula Registered Agents, Inc.

By: Debra Palmisano

Debra Palmisano, Legal Assistant

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.

H04000098008 3

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H04000098008 3

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P. O. Box NOT acceptable)

Director: Brian AndrewAddress: c/o Steel Hector & Davis LLP, 200 S. Biscayne Blvd., Ste. 4000, Miami, FL 33131Director: Juan NavarroAddress: c/o Steel Hector & Davis LLP, 200 S. Biscayne Blvd., Ste. 4000, Miami, FL 33131Director: Manuel RochaAddress: c/o Steel Hector & Davis LLP, 200 S. Biscayne Blvd., Ste. 4000, Miami, FL 33131Director: Mirta CarballalAddress: c/o Steel Hector & Davis LLP, 200 S. Biscayne Blvd., Ste. 4000, Miami, FL 33131Director: Victor PereyraAddress: c/o Steel Hector & Davis LLP, 200 S. Biscayne Blvd., Ste. 4000, Miami, FL 33131

B. OFFICERS (Street address only - P. O. Box NOT acceptable)

President/Chief Executive Officer: Brian AndrewAddress: c/o Steel Hector & Davis LLP, 200 S. Biscayne Blvd., Ste. 4000, Miami, FL 33131Secretary: German BarziAddress: c/o Steel Hector & Davis LLP, 200 S. Biscayne Blvd., Ste. 4000, Miami, FL 33131Treasurer: Victor PereyraAddress: c/o Steel Hector & Davis LLP, 200 S. Biscayne Blvd., Ste. 4000, Miami, FL 33131

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. Brian Andrews, President and CEO

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

H04000098008 3

H04000098008 3

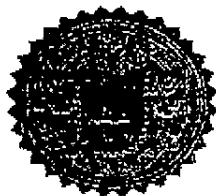
PAGE 1

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRIJOT IMAGING SYSTEMS, 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 THIRD DAY OF MAY, A.D. 2004.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3087058

040319874

DATE: 05-03-04

H04000098008 3