

**F04000002809**

Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATION

## FOREIGN PROFIT QUALIFICATION

DERCETO, INC.

Certificate of Status	0
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J. BRYAN MAY 21 2004

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDAIN 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. DESCETO, INC.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. DELAWARE 3. 47-0928447  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/21/03 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. 132 VINCENT STREET, P.O. BOX 5345, AUCKLAND, NEW ZEALAND  
(Principal office address)
- c/o COMLENTE, PATCH DUFFY & BASS; ONE FERRY BUILDING, #200, SAN FRANCISCO, CA 94111  
(Current mailing address)
8. TO SUPPLY SOFTWARE AND SERVICES  
(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 Nava 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  
Deborah D. Skipper  
(Registered agent's signature) Deborah D. Skipper  
Asst. V. Pres.
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:

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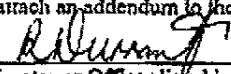
**A. DIRECTORS**Chairman: BRYCE WHITCHERAddress: 132 VINCENT ST., P.O. BOX 6345, AUCKLAND, NEW ZEALANDVice Chairman: ROBERT L. DURRANTAddress: 132 VINCENT ST., P.O. BOX 6345, AUCKLAND, NEW ZEALANDDirector: ROBIN JOHANSENAddress: 132 VINCENT ST., P.O. BOX 6345, AUCKLAND, NEW ZEALANDDirector: RICHARD H. AIKENAddress: 132 VINCENT ST., P.O. BOX 6345, AUCKLAND, NEW ZEALAND**B. OFFICERS**President: BRYCE WHITCHERAddress: 132 VINCENT ST., P.O. BOX 6345, AUCKLAND, NEW ZEALAND

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

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

Secretary: ROBERT L. DURRANTAddress: 132 VINCENT ST., P.O. BOX 6345, AUCKLAND, NEW ZEALANDTreasurer: ROBERT L. DURRANTAddress: 132 VINCENT ST., P.O. BOX 6345, AUCKLAND, NEW ZEALAND

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

13. R.L. DURRANT   
(Signature of Director or Officer listed in number 12 of the application)14. ROBERT L. DURRANT, SECRETARY/TREASURER  
(Typed or printed name and capacity of person signing application)

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CORP SERVICE COMP

NO. 3084 P. 2

# Delaware

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PAGE 1*The First State*

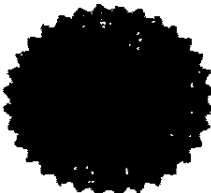
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DERCETO, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF MAY, A.D. 2004.

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

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DERCETO, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF JULY, A.D. 2003.

FILED  
2004 MAY 20 AM 11:41  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3683864 8300

AUTHENTICATION: 3122359

040370333

DATE: 05-20-04

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