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Florida Department of State
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From:

Account Name : C T CORPORATION SYSTEM
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04 OCT 21 PM 12:40
DIVISION OF CORPORATIONS

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04 OCT 21 AM 9:51
STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT QUALIFICATION

Executive GPs Incorporated

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

10/22/04

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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. Executive GPS Incorporated

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 20-0344425

(FEI number, if applicable)

4. October 31, 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 prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. One Rose Glen Drive, Andover, MA 01810

(Principal office address)

One Rose Glen Drive, Andover, MA 01810

(Current mailing address)

8. March 2005 trade show at Miami Beach Convention Center

(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(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.

By: Kristen Betzger KRISTEN BETZGER
A. SECRETARY
(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:

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A. DIRECTORS

Chairman: Mary Louise Gomes

Address: 1 Rose Glen Drive
Andover, MA 01810

Vice Chairman: _____

Address: _____

Director: Michael Colby

Address: 21 Woodland Drive
Charlottesville, VA 22917

Director: Lance Gomes

Address: 7 Arthur Street
Haverhill, MA 01822

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TALLAHASSEE FLORIDA

B. OFFICERS

President: Michael Colby

Address: 21 Woodland Drive
Charlottesville, VA 22917

Vice President: _____

Address: _____

Secretary: Mary Louise Gomes

Address: 1 Rose Glen Drive

Treasurer: Andover, MA 01810

Address: _____

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

13. Mary Louise Gomes
(Signature of Director or Officer listed in number 12 of the application)

14. MARY LOUISE GOMES
(Typed or printed name and capacity of person signing application)

Delaware

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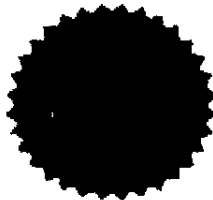
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EXECUTIVE GPS INCORPORATED" 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 OCTOBER, A.D. 2004.

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

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

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3423568

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DATE: 10-20-04 TOTAL P.04