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CORPORATION SERVICE COMPANY

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FOREIGN PROFIT QUALIFICATION

SANTANA ACQUISITION CORP

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CORPORATION SVC CO

NO. 140 P. 2

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FLORIDA DEPARTMENT OF STATE

Glenda H. Hood
Secretary of State

2004 NOV 29 A 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 29, 2004

CORPORATION SERVICE COMPANY

SUBJECT: SANTANA ACQUISITION CORP
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NOV. 29. 2004 9:27AM CORPORATION SVC CO

NO. 14023 4P. 32_3
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
STATE
TALLAHASSEE, 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. Santana Acquisition Corp
(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. 77-0642239
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 26, 2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1300 Mayfest Avenue, Scranton, PA 18509
(Principal office address)

1300 Mayfest Avenue, Scranton, PA 18509
(Current mailing address)

8. To engage in any lawful act or activity
(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: 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
By: Cynthia L. Harris **Cynthia L. Harris**
(Registered agent's signature) **as its agent**

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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Director: John P. Sheehan

Address: c/o Theo Capital, LLC
140 Parsonage Hill Road, Short Hills, NJ 07078

Director: John L. Corso

Address: 3701 Connecticut Avenue # 608
Washington, DC 20008

Director: Douglas H. Gilbert

Address: c/o Winston Partner Group, 1750 Tysons Blvd., Suite 200, McLean, VA 22102

Director: Michael D. Bluestein

Address: c/o Winston Partner Group, 1750 Tysons Blvd., Suite 200, McLean, VA 22102

B. OFFICERS

President: John L. Corso

Address: 3701 Connecticut Avenue # 608
Washington, DC 20008

Vice President: Patrick J. Sheridan

Address: c/o Winston Partner Group, 1750 Tysons Blvd., Suite 200, McLean, VA 22102

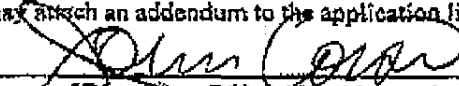
Secretary: Patrick J. Sheridan

Address: c/o Winston Partner Group, 1750 Tysons Blvd., Suite 200, McLean, VA 22102

Assistant Secretary: Michael D. Bluestein

Address: c/o Winston Partner Group, 1750 Tysons Blvd., Suite 200, McLean, VA 22102

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

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

14. JOHN CORSO (PRESIDENT)
(Typed or printed name and capacity of person signing application)

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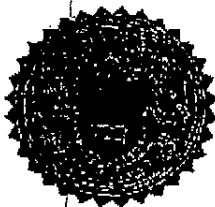
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SANTANA ACQUISITION CORP." 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 TWENTY-FOURTH DAY OF NOVEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SANTANA ACQUISITION CORP." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF JULY, 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

AUTHENTICATION: 3500104

DATE: 11-24-04

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