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F04-7290
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Production Specialist of America, Inc.
(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:

C. David Lumsden, Esq.
(Name of Person)

Chorey, Taylor & Feil, A Professional Corporation
(Firm/Company)

3399 Peachtree Road, NE, The Lenox Building, Suite 1700
(Address)

Atlanta, Georgia 30326
(City/State and Zip code)

For further information concerning this matter, please call:

C. David Lumsden at (404) 841-3200
(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

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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

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

Production Specialist of America (FL), Inc.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Georgia 3. 58-2589331
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 1, 2001 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. December 17, 2004
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 870 Northside Drive, Suite 200, Atlanta, GA 30318
(Principal office address)

870 Northside Drive, Suite 200, Atlanta, GA 30318
(Current mailing address)

8. marketing
(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: John W. Rosenquist

Office Address: 1201 S. Orlando Avenue, Ste 300

Winter Park, Florida 32789
(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.

[Handwritten signature of John W. Rosenquist]
(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: Stephen Brown
Address: 870 Northside Drive, Suite 200, Atlanta, GA 30318

Vice Chairman: John W. Rosenquist
Address: 1201 S. Orlando Avenue, Ste 300, Winter Park, Florida 32789

Director: Harry Speros
Address: 785 Oakwood Blvd, Ste C101, Lake Zurich, IL 60047

Director: _____
Address: _____

B. OFFICERS

President: Scott Keenan
Address: 785 Oakwood Blvd, Ste C101, Lake Zurich, IL 60047

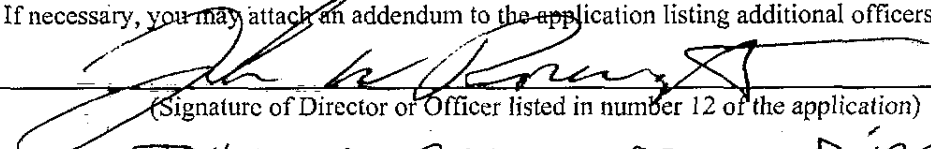
Vice President: John W. Rosenquist
Address: 1201 S. Orlando Avenue, Ste 300, Winter Park, Florida 32789

Secretary: Stephen Brown
Address: 870 Northside Drive, Suite 200, Atlanta, GA 30318

Treasurer: John W. Rosenquist
Address: 1201 S. Orlando Avenue, Ste 300, Winter Park, Florida 32789

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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 W. ROSENQUIST DIRECTOR
(Typed or printed name and capacity of person signing application)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 043520252
CONTROL NUMBER : 0101857
DATE INC/AUTH/FILED: 01/01/2001
JURISDICTION : GEORGIA
PRINT DATE : 12/17/2004
FORM NUMBER : 211

CHOREY TAYLOR & FEIL
GREG GAUGLER
3399 PEACHTREE RD NE STE 1700
ATLANTA, GA 300326

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

PRODUCTION SPECIALISTS OF AMERICA, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Cathy Cox



Cathy Cox
Secretary of State