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Florida Department of State  
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To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

0638.34194

**FOREIGN PROFIT QUALIFICATION  
SERVICES ACQUISITION CORP. INTERNATIONAL**

Certificate of Status	0
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TALLAHASSEE FLORIDA

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# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. SERVICES ACQUISITION CORP. INTERNATIONAL

(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

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

3.

(FBI number, if applicable)

4. JANUARY 5, 2005

(Date of incorporation)

5.

PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. NO BUSINESS HAS BEEN CONDUCTED IN FLORIDA TO DATE

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

7. 401 East Las Olas Blvd., Suite 1140

(Principal office address)

Fort Lauderdale, Florida 33301

(Current mailing address)

8. Business, Development company

(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: National Corporate Research, Ltd. Inc.

Office Address: 103 N Meridian Street

Tallahassee

(City)

Florida 32301

(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.

Wayne Rafanelli, V.P.  
(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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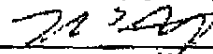
**A. DIRECTORS**

Chairman: Steven R. Berrard  
Address: 401 East Las Olas Blvd., Suite 1140  
Fort Lauderdale, Florida 33301  
Vice Chairman: I. Steven Edelson  
Address: 401 East Las Olas Blvd., Suite 1140  
Fort Lauderdale, Florida 33301  
Director: Thomas Byrne  
Address: 401 East Las Olas Blvd., Suite 1140  
Fort Lauderdale, Florida 33301  
Director: Thomas E. Aucamp  
Address: 401 East Las Olas Blvd., Suite 1140  
Fort Lauderdale, Florida 33301

**B. OFFICERS**

~~XXXXXX~~ CEO: Steven R. Berrard  
Address: 401 East Las Olas Blvd., Suite 1140  
Fort Lauderdale, Florida 33301  
Vice Pres. I. Steven Edelson  
~~XXXXXXXX~~  
Address: 401 East Las Olas Blvd., Suite 1140  
Fort Lauderdale, Florida 33301  
Vice Pres. Thomas E. Aucamp  
~~XXXXXX~~  
Address: 401 East Las Olas Blvd., Suite 1140  
Fort Lauderdale, Florida 33301  
Treasurer: \_\_\_\_\_  
Address: \_\_\_\_\_

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. Thomas E. Aucamp - Vice President  
(Typed or printed name and capacity of person signing application)

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# Delaware

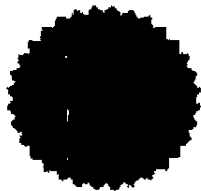
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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SERVICES ACQUISITION CORP. INTERNATIONAL" 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-SIXTH DAY OF JANUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SERVICES ACQUISITION CORP. INTERNATIONAL" WAS INCORPORATED ON THE SIXTH DAY OF JANUARY, A.D. 2005.

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: 3640690

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DATE: 01-26-05

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