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M. BURR KEIM COMPANY

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**F05000002758**

Florida Department of State  
Division of Corporations  
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## FOREIGN PROFIT QUALIFICATION

### KNOWLEDGE TRANSFER SYSTEMS, INC.

Certificate of Status	1
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J. BRYAN MAY 10 2005

(H0500011801833)

**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. KNOWLEDGE TRANSFER SYSTEMS, 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. Nevada**

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

**3.**

76-0599457

(FEI number, if applicable)

**4. April 26, 1993**

(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. 81 Greene Street, 3rd Floor, New York, NY 10012**

(Principal office address)

(Current mailing address)

**8. Homeland security.**

(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: Richard Bingaman

Office Address: 13212B Lucinda Palm Court

Delray Beach

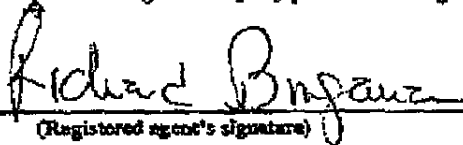
(City)

, Florida 33484

(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.

  
(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: Shmuel Shneibalg

Address: 81 Greene Street, 3rd Floor, New York, NY 10012

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

**B. OFFICERS**

President: Shmuel Shneibalg

Address: 81 Greene Street, 3rd Floor, New York, NY 10012

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

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

Secretary: Shmuel Shneibalg

Address: 81 Greene Street, 3rd Floor, New York, NY 10012

Treasurer: Shmuel Shneibalg

Address: 81 Greene Street, 3rd Floor, New York, NY 10012

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

13. *Shmuel Shneibalg*

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

14. Shmuel Shneibalg, President

(Typed or printed name and capacity of person signing application)

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# SECRETARY OF STATE



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TALLAHASSEE, FLORIDA

## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation sales, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **KNOWLEDGE TRANSFER SYSTEMS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 26, 1993, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on April 29, 2005.



*Dean Heller*

DEAN HELLER  
Secretary of State

By

*[Signature]*  
Certification Clerk