

JUN-14-05 TUE 01:57 PM  
Division of Corporations

FAX NO.

P. 01

Page 1 of 1

**F05000063486**  
Florida Department of State  
Division of Corporations  
Public Access System  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H05000147121 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

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

From: Account Name : NATIONAL CORPORATE RESEARCH, LTD.  
Account Number : I20000000088  
Phone : (800) 221-0102  
Fax Number : (212) 564-6083

RECEIVED  
05 JUN 14 PM 3:51  
DIVISION OF CORPORATION

**FOREIGN PROFIT QUALIFICATION**

Friends Acquisition, Inc.

05 JUN 14 AM 10:22  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

H05000147121 3

**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. Friends Acquisition, 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. Delaware 3. \_\_\_\_\_  
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 5, 2005 5. Perpetual  
 (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 6400 Congress Avenue, Suite 2700 Boca Raton FL 33487  
 (Principal office address)

6400 Congress Avenue, Suite 2700 Boca Raton FL 33487  
 (Current mailing address)

8. Management and ownership of online assets.  
 (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, 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.*

Susan Buscarn, Asst. Secy.  
 SUSAN BUSCARN (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.

H05000147121 3

05 JUN 14 AM 10:22  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

FILED

JUN-14-05 TUE 01:58 PM

FAX NO.

P. 03

H 05000147121 3

**12. Names and business addresses of officers and/or directors:**

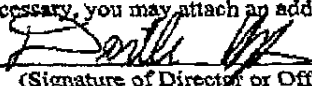
**A. DIRECTORS**

Chairman: Danielle Karp  
Address: 6400 Congress Avenue, Suite 2700  
Boca Raton FL 33487  
Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_

**B. OFFICERS**

President: Danielle Karp  
Address: 6400 Congress Avenue, Suite 2700  
Boca Raton FL 33487  
Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_  
Secretary: \_\_\_\_\_  
Address: \_\_\_\_\_  
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. Danielle Karp President  
(Typed or printed name and capacity of person signing application)

H05000147121 3

**FILED**  
05 JUN 14 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

JUN-14-05 TUE 01:58 PM

FAX NO.

P. 04

H05000147121 3

*Delaware*

PAGE 1

*The First State*

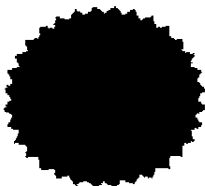
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FRIENDS ACQUISITION, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JUNE, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FRIENDS ACQUISITION, INC." WAS INCORPORATED ON THE FIFTH DAY OF MAY, A.D. 2005.

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

3965413 8300

050494882



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3948023

DATE: 06-14-05

H05000147121 3