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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

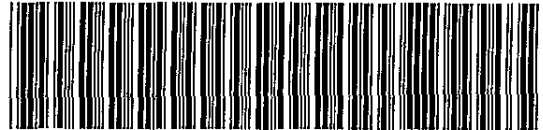
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## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** RAINMAN BUSINESS CONSULTANTS, 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:

SHERRY BROOKS  
(Name of Person)

TALLEY LAW GROUP  
(Firm/Company)

500 N. STATE COLLEGE BLVD., SUITE 1030  
(Address)

ORANGE, CA 92868  
(City/State and Zip code)

For further information concerning this matter, please call:

SHERRY BROOKS at ( 714 ) 937-6337  
(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

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**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. RAINMAN BUSINESS CONSULTANTS, 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

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

3. \_\_\_\_\_

(FEI number, if applicable)

4. APRIL 28, 2005

(Date of incorporation)

5. PERPETUAL

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

6. UPON QUALIFICATION IN FLORIDA

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

7. 1435 E. VENICE AVENUE, #281, VENICE, FL 34292

(Principal office address)

1435 E. VENICE AVENUE, #281, VENICE, FL 34292

(Current mailing address)

8. CONSULTING

(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: ROBERT RAINS

Office Address: 1435 E. VENICE AVE., #281

VENICE

(City)

, Florida 34292

(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.*

Robert Rains

(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: ROBERT RAINS

Address: 1435 E. VENICE AVE., #281

VENICE, FL 34292

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

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

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

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

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

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

**B. OFFICERS**

President: ROBERT RAINS

Address: 1435 E. VENICE AVE., #281

VENICE, FL 34292

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

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

Secretary: ROBERT RAINS

Address: 1435 E. VENICE AVE., #281, VENICE FL 34292

Treasurer: ROBERT RAINS

Address: 1435 E. VENICE AVE., #281, VENICE, FL 34292

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TALLAHASSEE, FLORIDA

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

13. Robert Rains

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

14. ROBERT RAINS, PRESIDENT

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

# Delaware

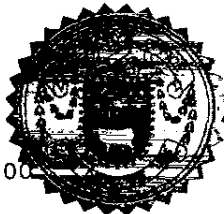
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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RAINMAN BUSINESS CONSULTANTS, 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 TWELFTH DAY OF MAY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RAINMAN BUSINESS CONSULTANTS, INC." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2005.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3874775

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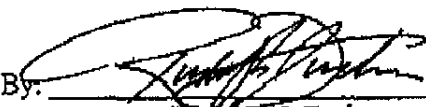
DATE: 05-12-05

**STATE of DELAWARE**  
**CERTIFICATE of INCORPORATION**  
**A STOCK CORPORATION**

- **FIRST:** The name of this Corporation is **Rahnman Business Consultants, Inc.**
- **SECOND:** Its registered office in the State of Delaware is to be located at 3422 Old Capitol Trail, in the City of Wilmington, DE, County of New Castle, 19808-6192. The registered agent in charge thereof is Delaware Business Incorporators, Inc.
- **THIRD:** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
- **FOURTH:** The amount of the total authorized capital stock of this corporation is 1,000 shares at \$.001 par value each.
- **FIFTH:** The name and mailing address of the incorporator are as follows:

Rudolph J. Fuchs  
500 N. State College Blvd., Suite 1030  
Orange, CA 92868

- **I, The Undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts stated herein stated are true, and I have accordingly hereunto set my hand this 27<sup>th</sup> day of April, 2005.

By:   
Rudolph J. Fuchs