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ACCOUNT NO. : 072100000032

REFERENCE: 542172

AUTHORIZATION

COST LIMIT :

ORDER DATE: August 15, 2005

ORDER TIME : 9:18 AM

ORDER NO. : 542172-015

CUSTOMER NO: 4327236

CUSTOMER: Kathleen A. Chyna

Gardner Carton & Douglas Llp

Suite 3700

191 North Wacker Drive Chicago, IL 60606-1698

FOREIGN FILINGS

NAME: PEER 1 ACQUISITION CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX __ PLAIN STAMPED COPY

CONTACT PERSON: Denise Mick -- EXT# 2950

EXAMINER:

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSAGT 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.

	corporation; must include "INCORPORATE Corp," "Inc," "Co," or "Corp.")	ED,	" "COMPANY," "CORPORATION,"
(If name unavai	ilable in Florida, enter alternate corporate na	me	adopted for the purpose of transacting business in Florida)
2. DELAWARE		3.	20-3302293
(State or country	y under the law of which it is incorporated)		20-3302293 (FEI number, if applicable)
4. JULY 25, 2	005	5.	PERPETUAL
(Dat	e of incorporation)		(Duration: Year corp. will cease to exist or "perpetual")
6. UPON FILIN	r G		
	(Date first transacted busines (SEE SECTIONS 607.1501 & 607	s in 7.15	n Florida, if prior to registration) 102, F.S., to determine penalty liability)
7. <u>1600-555</u> WE	ST HASTINGS STREET, SUITE 2100	ο,	VANCOUVER, BC V6B 4N5 CANADA
	(Principal office a	ddr	ess)
SAME AS ABO	OVE		
	(Current mailing a	ddr	ess)
3. dedicated h	nosting services		
(Purpose(s) of corporation authorized in home state or	co	untry to be carried out in state of Florida)
Name and street	et address of Florida registered agent: (F	?.O	. Box NOT acceptable)
Name:	Corporation Service Company		
Office Address:	1201 Hays Street		· ·
	Tallahassee		, Florida 32301
	(City)		(Zip code)

10. Registered agent's acceptance:

1. PEER 1 ACQUISITION CORPORATION

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.

Corporation Service Company

By: Out of Company

(Registered agent's signature)

Laura R. Dunlap

as its agent

- 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:

A. DIRECTORS
Chairman:
Address:
Vice Chairman:
Address:
Director: C. GEOFFREY HAMPSON
Address: 1600-555 WEST HASTINGS STREET, SUITE 2100
VANCOUVER, BC V6B 4N5 CANADA
Director: LANCE TRACEY
Address: 1600-555 WEST HASTINGS STREET, SUITE 2100
VANCOUVER, BC V6B 4N5 CANADA
B. OFFICERS
President: C. GEOFFREY HAMPSON
Address: 1600-555 WEST HASTINGS STREET, SUITE 2100
VANCOUVER, BC V6B 4N5 CANADA
Vice President: N/A
Address:
Secretary:
Address: 1600-555 WEST HASTINGS, SUITE 2100, VANCOUVER, BC V6B 4N5 CANADA
Treasurer: JAMES P. TAYLOR
Address: 1600-555 WEST HASTINGS, SUITE 2100, VANCOUVER, BC V6B 4N5 CANADA
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
Signature of Director or Officer listed in number 12 of the application) 14. James A Taylor Secretary and Treasurer
(Typed or printed name and capacity of person signing application)

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PEER 1 ACQUISITION CORPORATION" 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 FIFTEENTH DAY OF AUGUST, 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 "PEER 1 ACQUISITION CORPORATION" WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF JULY, A.D. 2005.



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4093265

DATE: 08-15-05

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