

Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

SC Commerce, Inc.

Certificate of Status	2
Certified Copy	2
Page Count	05
Estimated Charge	\$105.00

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TE
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. SC Commerce, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "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. Applied For
(FEI number, if applicable)
4. August 15, 2005
(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. 980 Ninth Street, Suite 1800, Sacramento, California 95814
(Principal office address)

980 Ninth Street, Suite 1800, Sacramento, California 95814
(Current mailing address)
8. Real estate title holding corporation
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(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.

Connie Bryan Special Agent Sandy
(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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STATE
TALLAHASSEE, FLORIDA

A. DIRECTORSChairman: Richard StensrudAddress: 980 Ninth Street, Suite 1800, Sacramento, CA 95814Vice Chairman: Jeffrey W. StatesAddress: 980 Ninth Street, Suite 1800, Sacramento, CA 95814Director: Kathryn T. RegaliaAddress: 980 Ninth Street, Suite 1800, Sacramento, CA 95814

Director: _____

Address: _____

B. OFFICERSPresident: Richard StensrudAddress: 980 Ninth Street, Suite 1800, Sacramento, CA 95814Vice President: Jeffrey W. StatesAddress: 980 Ninth Street, Suite 1800, Sacramento, CA 95814Secretary: Kathryn T. RegaliaAddress: 980 Ninth Street, Suite 1800, Sacramento, CA 95814Treasurer: Kathryn T. RegaliaAddress: 980 Ninth Street, Suite 1800, Sacramento, CA 95814

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

13. Jeffrey W. States

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

14. Jeffrey W. States, Vice President

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

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STATE
TALLAHASSEE, FLORIDA

**Application by Foreign Corporation
for Authorization to Transact Business in Florida**

**Item 12.B. Additional Officers
of
SC Commerce, Inc.**

<u>Office</u>	<u>Name</u>	<u>Address</u>
Assistant Secretary	Suzanne Likarich	980 Ninth Street, Suite 1800 Sacramento, CA 95814

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08/22/2005 09:03

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CT CORPORATION SYSTM

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Delaware

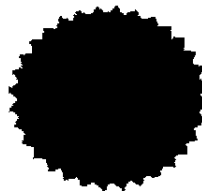
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SC COMMERCE, 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 SIXTEENTH DAY OF AUGUST, A.D. 2005.

4015765 8300

050673980



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4094266

DATE: 08-16-05