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(Address)

(Address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 JUN 27 PM 4:20

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Hard Dollar Corporation

(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:

Luisa Salcedo

(Name of Person)

Hard Dollar Corporation

(Firm/Company)

7810 S Hardy Drive Suite 113

(Address)

Tempe, AZ 85284

(City/State and Zip code)

For further information concerning this matter, please call:

Luisa Salcedo

(Name of Person)

at (480) 776-2916

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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

06/07/2006 19:33 2147540921
06/07/2006 16:40 4888976939

CT
HARDDOLLAR

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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. Hard Dollar Corporation

(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. DE 3. 20-1117694
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/12/2004 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 7810 S Hardy Drive Suite 113, Tempe, AZ 85284
(Principal office address)

7810 S Hardy Drive Suite 113, Tempe, AZ 85284
(Current mailing address)

8. Retail sale of software and services including technical support, implementation and training.
(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: C T 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 named 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.

C T Corporation System
By: Maria Ozaeta Maria Ozaeta
(Registered agent's signature) Vice President

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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TALLAHASSEE, FLORIDA

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A. DIRECTORS

Chairman: Doug Nicholas

Address: 14605 N Airport Drive Suite 205, Scottsdale, AZ 85260

Vice Chairman: _____

Address: _____

Director: Odell L'Heureux

Address: 9290 E Thompson Peak Parkway, Scottsdale, AZ 85260

Director: _____

Address: _____

B. OFFICERS

President: Alistair Johnson-Clague

Address: 7810 S Hardy Drive Suite 113, Tempe, AZ 85284

Vice President: _____

Address: _____

Secretary: Steven Michalicek

Address: 1927 Ridgeway Drive SE, Cedar Rapids, IA 52403

Treasurer: Steven Michalicek

Address: 1927 Ridgeway Drive SE, Cedar Rapids, IA 52403

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. Alistair Johnson-Clague, President and CEO

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

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TALLAHASSEE, FLORIDA

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HARD DOLLAR 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 FIRST DAY OF JUNE, A.D. 2006.

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2006 JUN 27 PM 4:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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060468658

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4788921

DATE: 06-01-06