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Division of Corporations

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Fax Number : (850) 205-0381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

FOREIGN PROFIT/NONPROFIT CORPORATION

Jaffer Holdings Corp.

Certificate of Status	1
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Electronic Filing Menu

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Help

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 PAGE 1 OF 1
 06 AUG -7 AM 11:31

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. Jaffer Holdings Corp.

(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. 56-2354527

(FEI number, if applicable)

4. 3/7/2003

(Date of incorporation)

5. Perpetual

(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. 2437 1/2 University Blvd., Houston, TX 77005

(Principal office address)

2437 1/2 University Blvd., Houston, TX 77005

(Current mailing address)

8. Any lawful purpose

(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

(City)

, Florida 33324

(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.

C T Corporation System

By:

Victor Aliano
 (Registered agent's signature)

Victor Aliano
 Assistant Secretary

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:

SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG -7 AM 11:31**A. DIRECTORS**Chairman: Kenneth T. White Jr.Address: (see attached)Vice Chairman: n/a

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: Eugene C. Friedlander

Address: _____

Vice President: James G. TurnerAddress: 2437 1/2 University Blvd., Houston, TX 77005Secretary: James G. TurnerAddress: 2437 1/2 University Blvd., Houston, TX 77005

Treasurer: _____

Address: _____

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

13. _____

James G. Turner
(Signature of Director or Officer listed in number 12 of the application)14. James G. Turner, Vice President

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

PAGE 1 05/06
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG -7 AM 11:31

Jaffer Holdings Corp.

Directors

James G. Turner - 2437 1/2 University Blvd. Houston, TX 77005
Robert H. Whilden - 1330 Post Oak Blvd.-Suite 2300, Houston, TX 77056
John F. Turner - 225 South Sixth Street, Suite 2660, Minneapolis, MN 55402
Kenneth T. White, Jr. (Chairman) - 10370 Richmond St. Suite 990 Houston, TX 77042
Eugene Friedlander - 2801 NW 6th Avenue, Miami, FL 33127
Faye Foster - Ryder Court, 14 Ryder Street, London, England SW1Y 6QB
Christopher H.B. Mills - Ryder Court, 14 Ryder Street, London, England SW1Y 6QB

Note - There are no term limits on directors.

Officers

Eugene Friedlander - CEO - Address above.
James G. Turner - VP - Address above.

FILED 06/06
PAGE 05/06
SECRETARY OF STATE
DIVISION OF CORPORATIONS

06 AUG -7 AM 11:31

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JAWFER HOLDINGS CORP." 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 THIRD DAY OF AUGUST, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



3652822 8300

060730622

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4949843

DATE: 08-03-06