

T. Burch SEP 13 2006

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** VIRTUAL COMPLIANCE PARTNERS, 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:

PAUL ANTHONY ROWDEN

(Name of Person)

VIRTUAL COMPLIANCE PARTNERS, INC.

(Firm/Company)

14523 FALLING TREE COURT,

(Address)

ORLANDO, FL. 32837.

(City/State and Zip code)

For further information concerning this matter, please call:

PAUL A. ROWDEN

(Name of Person)

at ( 321 ) 446-4438.

(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 28, 2006

PAUL ANTHONY ROWDEN  
14523 FALLING TREE COURT  
ORLANDO, FL 32837

SUBJECT: VIRTUAL COMPLIANCE PARTNERS, INC.  
Ref. Number: W06000033550

We have received your document for VIRTUAL COMPLIANCE PARTNERS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Document Specialist

Letter Number: 006A00047827

**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. VIRTUAL COMPLIANCE PARTNERS, 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. NEW YORK, USA. 3. 043707473  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 07-02-2002 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 14523 Falling Tree Court, ORLANDO, FL 32837  
(Principal office address)

SAME AS ITEM 7 above.  
(Current mailing address)

8. QUALITY ASSURANCE/REGULATORY AFFAIRS CONSULTANCY SERVICES;  
(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: PAUL A. ROWDEN.

Office Address: 14523 FALLING TREE COURT,

ORLANDO, Florida 32837  
(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.*



(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.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2006 SEP 13 PM 2:48

FILED

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

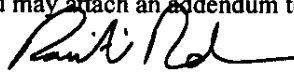
Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_  
Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_

FILED  
2006 SEP 13 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**B. OFFICERS**

President: PAUL ANTHONY ROWDEN  
Address: 14523 FALLING TREE COURT,  
ORLANDO, FL 32837.  
Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_  
Secretary: \_\_\_\_\_  
Address: \_\_\_\_\_  
Treasurer: \_\_\_\_\_  
Address: \_\_\_\_\_

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

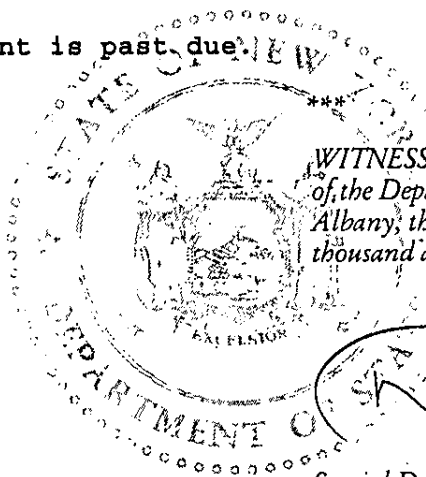
13.   
(Signature of Director or Officer listed in number 12 of the application)  
14. PAUL ANTHONY ROWDEN - PRESIDENT  
(Typed or printed name and capacity of person signing application)

**State of New York**  
**Department of State** } ss:

I hereby certify, that the Certificate of Incorporation of VIRTUAL COMPLIANCE PARTNERS, INC. was filed on 07/02/2002, under the name of TQM USA, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment TQM USA, INC., changing its name to VIRTUAL COMPLIANCE PARTNERS, INC., was filed 05/17/2006.

The Biennial Statement is past due.



*WITNESS my hand and the official seal  
of the Department of State at the City of  
Albany, this 07th day of September two  
thousand and six.*

*Special Deputy Secretary of State*

200609080249 51

**FILED**  
**2006 SEP 13 PM 2:48**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**