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To:
     Division of Corporations
     Fax Number      : (850)617-6381

From:
     Account Name    : CORPORATION SERVICE COMPANY
     Account Number  : I20000000195
     Phone           : (850)521-1000
     Fax Number      : (850)558-1575
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FOREIGN PROFIT/NONPROFIT CORPORATION

PROPERTYBRIDGE, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	$1,220.00

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OCT. 3. 2007 9:51AM C S C NO. 782 P. 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. PropertyBridge, 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. Delaware
(State or country under the law of which it is incorporated)

3. 20-4205291
(FEI number, if applicable)

4. 12/20/05
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. 05/01/2006
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 505 14th Street, Suite 910, Oakland, CA 94612
(Principal office address)

505 14th Street, Suite 910, Oakland, CA 94612
(Current mailing address)

8. Provider of electronic payment processing services for the real estate management industry
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(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.

Corporation Service Company
By: [signature] Jeanine Reynolds as its 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.

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

A. DIRECTORS

Chairman: See attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Jason Gardner

Address: 505 14th Street, Suite 910, Oakland, CA 94612

Vice President:

Address:

Secretary: Ryan Gilbert

Address: 505 14th Street, Suite 910, Oakland, CA 94612

Treasurer: Ryan Gilbert

Address: 505 14th Street, Suite 910, Oakland, CA 94612

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

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

14. Ryan M. Gilbert : CEO
(Typed or printed name and capacity of person signing application)

12. PropertyBridge Directors

Dennis O'Brien 505 14th Street, Suite 900 Oakland, CA 94612-1406
Ryan Gilbert 505 14th Street, Suite 900 Oakland, CA 94612-1406
John Steuart 505 14th Street, Suite 900 Oakland, CA 94612-1406
James Klingbeil 505 14th Street, Suite 900 Oakland, CA 94612-1406
Jason Gardner 505 14th Street, Suite 900 Oakland, CA 94612-1406

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROPERTYBRIDGE, 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 FIRST DAY OF OCTOBER, A.D. 2007.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PROPERTYBRIDGE, INC." WAS INCORPORATED ON THE TWENTIETH DAY OF DECEMBER, A.D. 2005.

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 6041021

DATE: 10-01-07