

F07000005684

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

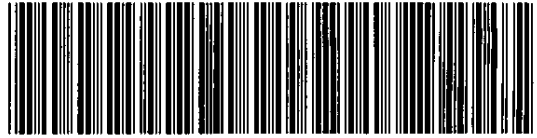
(Document Number)

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05/05/09--01044--023 \*\*35.00

FILED  
09 MAY 27 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
Lewis  
5-28-09

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Cerida Investment Corp.  
Name of Corporation

**DOCUMENT NUMBER:** F07000005684

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Betty Babjak  
Name of Contact Person

Answernet, Inc.  
Firm/Company

2325 Maryland Rd., Suite 210  
Address

Willow Grove, PA 19090  
City/State and Zip Code

betty.babjak@answernet.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Betty Babjak at ( 267 ) 942-6000  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &  
Certificate of Status



\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)



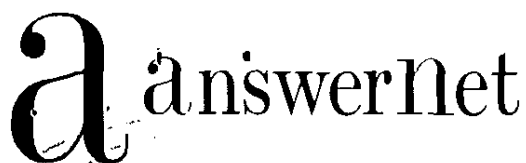
\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

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



AnswerNet Inc.  
Signius Investment Corp.  
S&D Marketing Inc.  
Cerida Investment Corp.  
MRC Aquisition, LLC  
TelePartners Call Centre, Inc  
Integrated Messaging Inc.  
Contact America Acquisition, LLC

May 19, 2009

Florida Dept. of State  
Thelma Lewis, Document Specialist Supervisor  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Cerida Investment Corp  
Ref. No. F07000005684  
Letter No. 409A00016342

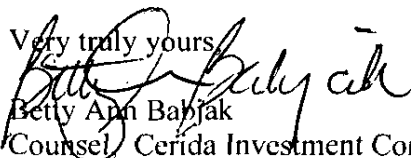
Dear Ms. Lewis:

I am in receipt of your letter Dated May 13, 2009 regarding the Amended application changing Cerida's domicile from MA to PA. I am returning the application, as per your instruction, and also enclosing copies of the Massachusetts Articles of Surrender, reflecting that the domicile of Cerida was changed to Pennsylvania, and, a copy of the Pennsylvania Articles of Domestication, which demonstrates that Cerida (which was previously a foreign corporation in PA) is now registered as a corporation with PA as its state of domicile.

Thank you so much for your instruction. I hope that these documents are adequate to fulfill the filing requirements for the Florida amendment.

Please let me know if you require anything else.

Very truly yours,

  
Betty Ann Babjak  
Counsel, Cerida Investment Corp.  
267-942-6000  
[Betty.Babjak@answernet.com](mailto:Betty.Babjak@answernet.com)



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 13, 2009

BETTY BABJAK  
ANSWERNET, INC.  
2325 MARYLAND ROAD, SUITE 210  
WILLOW GROVE, PA 19090

SUBJECT: CERIDA INVESTMENT CORP.  
Ref. Number: F07000005684

We have received your document for CERIDA INVESTMENT CORP. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A foreign corporation qualified in Florida that changes its jurisdiction from one state to another, can submit an amended applicatin along with certification evidencing the change. It may be amended and restated articles, a merger document mentioning the redomestication, a certificate evidencing the redomestication, an order of redomestication.

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) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 409A00016342

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 MAY 27 AM 8:00

RECEIVED



Signius • IMI • Contact America • TelePartners • Source 1 • Answer America • MRC • Cerida

May 4, 2009

Florida Department of State  
Division of Corporations  
Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Application by Foreign Profit Corporation to File Amendment to Application for  
Authorization to Transact Business in Florida for Cerida Investment Corp.

Dear Sir or Madam,

Enclosed for filing is a 1) Cover Letter, and 2) an Application by Foreign Profit Corporation to File  
Amendment to Application for Authorization to Transact Business in Florida for Cerida Investment Corp.

An original Certificate of Incorporation from the Secretary of State for the Commonwealth of  
Pennsylvania is also enclosed.

Enclosed is a check for \$35.00 to cover the filing fee.

Very truly yours,

A handwritten signature in cursive script, appearing to read 'Betty Babjak'.

Betty Ann Babjak  
Counsel, Cerida Investment Corp.

Encl.

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F07000005684

(Document number of corporation (if known))

FILED  
MAY 27 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Cerida Investment Corp.  
(Name of corporation as it appears on the records of the Department of State)

2. Massachusetts 3. November 16, 2007  
(Incorporated under laws of) (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? \_\_\_\_\_

5. \_\_\_\_\_  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Pennsylvania  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Gary A. Pudles  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Gary A. Pudles  
(Typed or printed name of person signing)

President  
(Title of person signing)

**COMMONWEALTH OF PENNSYLVANIA**

**DEPARTMENT OF STATE**

**MAY 4, 2009**

**TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:**

**I DO HEREBY CERTIFY THAT,**

**CERIDA INVESTMENT CORP.**

**is duly incorporated under the laws of the Commonwealth of Pennsylvania and  
remains a subsisting corporation so far as the records of this office show, as of  
the date herein.**



**IN TESTIMONY WHEREOF, I have  
hereunto set my hand and caused  
the Seal of the Secretary's Office to  
be affixed, the day and year above  
written.**

*Pedro A. Cortis*

**Secretary of the Commonwealth**

**PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU**

**Articles of Domestication-Foreign**  
(15 Pa.C.S.)

- ☒ Business Corporation (§ 4161)  
☐ Nonprofit Corporation (§ 6161)

Name		
Victor Alfano-National Corporate Services, LLC		
Address		
16055 Space Center Blvd., Suite 235		
City	State	Zip Code
Houston, TX		77062

Commonwealth of Pennsylvania  
ARTICLES OF DOMESTICATION-BUSINESS 3 Page(s)



Fee: \$125

In compliance with the requirements of the applicable provisions (relating to corporations and unincorporated associations), the undersigned, qualified foreign corporation, desiring to become a domestic business or nonprofit corporation, hereby states that:

1. The name of the corporation is:

Cerida Investment Corp.

2. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County
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(b) Name of Commercial Registered Office Provider	County
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c/o: National Registered Agents, Inc.	Dauphin
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3. Upon domestication, the corporation will be subject to the domestic corporation provisions of the Business Corporation Law of 1988 or the Nonprofit Corporation Law of 1988.

2009 MAR -2 PM 2: 43

DA



4. *Strike out if inapplicable; otherwise check and, if applicable, complete, one or more of the following:*

- ☐ The purpose or purposes for which the corporation is to be domesticated in the Commonwealth of Pennsylvania are:
- 
- ☒ The purposes for which the corporation is to be domesticated in the Commonwealth of Pennsylvania include unlimited power to engage in and to do any lawful act concerning any and all lawful business for which business corporations may be incorporated under the Business Corporation Law of 1988.
- ☐ The purposes for which the corporation is to be domesticated in the Commonwealth of Pennsylvania consists of unlimited power to engage in and to do any lawful act concerning any and all lawful business for which business corporations may be incorporated under the Business Corporation Law of 1988.

5. Check applicable paragraph:

- ☒ The filing of these Articles of Domestication and, if desired, the renunciation of the original charter or articles of the corporation has been authorized by a majority vote of the votes cast by all shareholders entitled to vote thereon and, if any class of shares is entitled to vote thereon as a class, a majority of the votes cast in each class vote, or by any greater vote required by its charter.
- ☐ The filing of these Articles of Domestication and, if desired, the renunciation of the original charter or articles has been authorized by a majority vote of the votes cast by all members, if any, entitled to vote thereon and, if any class of members is entitled to vote thereon as a class, a majority of the votes cast in each class vote, or by any greater vote required by its charter.

[illegible]

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Domestication to be executed this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

27 day of February  
2009

**Cerida Investment Corp.**

Name of Corporation

Daya A. Puder  
Signature

**Signature**

**Gary A. Pudles, President**

Title

D  
PC

## The Commonwealth of Massachusetts

William Francis Galvin  
Secretary of the Commonwealth  
One Ashburton Place, Boston, Massachusetts 02108-1512

### Articles of Charter Surrender (General Laws Chapter 156D, Section 9.23; 950 CMR 113.25)

- (1) Exact name of corporation: Cerida Investment Corp.
- (2) Registered office address: 303 Congress Street, 2nd Floor, Boston, MA 02210  
(number, street, city or town, state, zip code)
- (3) The articles of charter surrender are filed in connection with the domestication of the corporation in a foreign jurisdiction.
- (4) The domestication is permitted by the laws of the foreign jurisdiction.
- (5) The domestication of the corporation was duly approved by the shareholders, and where required, by each separate voting group as provided by G.L. Chapter 156D and the articles of organization.
- (6) Corporation's new name: Cerida Investment Corp.  
New jurisdiction of incorporation: Pennsylvania
- (7) The corporation hereby appoints the Secretary of the Commonwealth as its agent for service of process in any proceeding to enforce the rights of shareholders who exercise appraisal rights in connection with the domestication.
- (8) The charter surrender shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: \_\_\_\_\_

Signed by \_\_\_\_\_

(signature of authorized individual)

- ☐ Chairman of the board of directors.  
☒ President,  
☐ Other officer,  
☐ Court-appointed fiduciary.

on this \_\_\_\_\_

27

day of \_\_\_\_\_

February

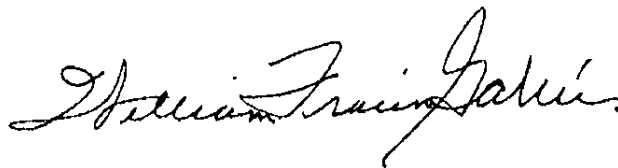
2009

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:

March 05, 2009 11:40 AM

A handwritten signature in cursive script, reading "William Francis Galvin".

WILLIAM FRANCIS GALVIN

*Secretary of the Commonwealth*