

MAY. 30. 2008

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Florida Department of State
Division of Corporations
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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

DIVISION OF CORPORATION

08 MAY 30 PM 12:18

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Cindy Harris

FOREIGN PROFIT/NONPROFIT CORPORATION

PREVISITE AMERICA INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 MAY 30 AM 10:51

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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. PREVISITE AMERICA 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.

(FEI number, if applicable)

4. 1-17-2007

(Date of incorporation)

5. PERPETUAL

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

6.

Upon filing of this application for Authority

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

7.

West 42nd Street - suite 1055, New York, NY 10036

(Principal office address)

(Same)

(Current mailing address)

8.

*To engage in any lawful action or activity for which corporations may be
organized in Delaware.*

(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

(City)

, Florida 32301

(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: Cynthia L. Harris
(Registered agent's signature)

Cynthia L. Harris
Asst. 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.**

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

Chairman: (See attached Schedule A)

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: (See attached Schedule A)

Address: _____

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. Olivier Brion, President

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

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SCHEDULE A
LIST OF OFFICERS AND DIRECTORS :
OF
PREVISITE AMERICA INC.

12(A). The name and business address of the directors of the corporation are as follows:

<u>Name</u>	<u>Title:</u>	<u>Business Address:</u>
Olivier Brion	Director	161 West 54th Street Suite 202 New York, NY 10019
Eric Calosci	Director	161 West 54th Street Suite 202 New York, NY 10019
Eric Feuillatte	Director	161 West 54th Street Suite 202 New York, NY 10019
David Poullier	Director	161 West 54th Street Suite 202 New York, NY 10019
Benoit Prot	Director	161 West 54th Street Suite 202 New York, NY 10019

12(B). The name and business address of the officers of the corporation are as follows:

<u>Name</u>	<u>Title:</u>	<u>Business Address:</u>
Olivier Brion	President	161 West 54th Street Suite 202 New York, NY 10019
Eric Feuillatte	Secretary	161 West 54th Street Suite 202 New York, NY 10019
Stephen D. Kramer	Assistant Secretary	c/o Phillips Nizer LLP 666 Fifth Ave., 28 th Fl. New York, NY 10103

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PREVISITE AMERICA 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 TWENTY-EIGHTH DAY OF MAY, A.D. 2008.

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

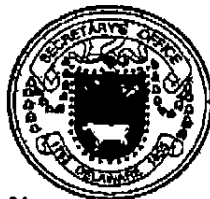
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PREVISITE AMERICA INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF JANUARY, A.D. 2007.

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

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080615530

You may verify this certificate online
at corp.delaware.gov/authver.shtml

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6619303

DATE: 05-28-08