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Florida Department of State  
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From:  
Account Name : CORPORATION SERVICE COMPANY  
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DIVISION OF CORPORATION

**FOREIGN PROFIT/NONPROFIT CORPORATION**

**LODESTONE MANAGEMENT CONSULTANTS INC.**

Certificate of Status	0
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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. Lodestone Management Consultants Inc.**

(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. 20-4991509**

(FBI number, if applicable)

**4. May 5, 2006**

(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. Five Concourse Parkway, Suite 3020, Atlanta, GA 30328**

(Principal office address)

**Five Concourse Parkway, Suite 3020, Atlanta, GA 30328**

(Current mailing address)

**8. any lawful act or activity for which a corporation may be organized**

(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: Deborah D. Skipper

(Registered agent's signature)

**Deborah D. Skipper**  
Asst. V Pres

**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

Director: Juergen Baner

~~xxxxxx~~

Address: Five Concourse Parkway, Suite 3020, Atlanta, GA 30328

Vice Chairman:

Address:

Director: Ronald Haffner

Address: Five Concourse Parkway, Suite 3020, Atlanta, GA 30328

Director: Peter Oedman

Address: Five Concourse Parkway, Suite 3020, Atlanta, GA 30328

## B. OFFICERS

President: Juergen Bauer

Address: Five Concourse Parkway, Suite 3020, Atlanta, GA 30328

Vice President:

Address:

Secretary: Juergen R. Ostertag

Address: c/o Pryor Cashman LLP, 410 Park Avenue, New York, New York 10022

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.

Juergen R. Ostertag Secretary

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

# Delaware

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## The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LODESTONE MANAGEMENT CONSULTANTS 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-SECOND DAY OF JULY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LODESTONE MANAGEMENT CONSULTANTS INC." WAS INCORPORATED ON THE FIFTH DAY OF MAY, 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.

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 6743705

DATE: 07-22-08