

From:

Division of Corporations

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11:03 P.M. 1/004

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (212) 947-7200
Fax Number : (212) 564-6083

FOREIGN PROFIT/NONPROFIT CORPORATION

SPENDVISION SERVICES, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
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RECEIVED
08 AUG -7 PM 4:49
DIVISION OF CORPORATION

FILED
08 AUG 6 AM 11:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

8/8/08

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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. SPENDVISION SERVICES, INC
(Enter name of corporation, must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

Delaware 2. 80-0232112
(State or country under the law of which it is incorporated) (FBI Number, if applicable)

July 30, 2008 3. PERPETUAL
(Date of incorporation) (Duration: Year(s) will cease to exist or "perpetual")

N/A 4.
(Date first conducted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

24 Southwark Bridge Road, Level 3 London UK SE1 9HF 5.
(Principal office address)

24 Southwark Bridge Road, Level 3, London, UK SE1 9HF
(Current mailing address)

PROVIDING PROFESSIONAL SERVICES

6. Delaware
(State or country of incorporation if the law of that state or country is selected pursuant to statute)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: National Corporate Research Ltd, Inc.

Office Address: 570 East Park Avenue

Tallahassee, Florida 32301
(City) (Zip code)

8. Registered agent's acceptance:
 Having been named as registered agent and to accept office 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 that 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.

Melissa Allen, Asst. Secretary
(Registered agent's signature)

9. 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.

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

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 DEPARTMENT OF STATE
 TALLAHASSEE, FLORIDA
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From:

08/07/2008 16:21

#103 P.003/004

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A. DIRECTORS

Chairman: ROBERT KIRBY
Address: LEVEL 3, THE ARENA, 24 SOUTHWARK BRIDGE ROAD, LONDON, SE1 3HF, UK

Vice Chairman: _____
Address: _____

Director: ROBERT KIRBY
Address: LEVEL 3, THE ARENA, 24 SOUTHWARK BRIDGE ROAD, LONDON, SE1 3HF, UK

Director: FIONA HASTINGS
Address: LEVEL 3, THE ARENA, 24 SOUTHWARK BRIDGE ROAD, LONDON, SE1 3HF, UK

B. OFFICERS

President: _____
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: PAUL GAOD
Address: 21 COLETT ROAD, PALMERSTON, WELLINGTON, NEW ZEALAND

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

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

14. FIONA HASTINGS
(Typed or printed name and capacity of person signing application)

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REGISTRATION OF COMPANIES
WELLINGTON

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPENDVISION SERVICES, 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 FOURTH DAY OF AUGUST, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SPENDVISION SERVICES, INC." WAS INCORPORATED ON THE THIRTIETH DAY OF JULY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

08 AUG -6 AM 11: 22
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SECRETARY OF STATE
DELAWARE
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You may verify this certificate online at corp.delaware.gov/authvar.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6769457

DATE: 08-04-08

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