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To:

Division of Corporations

Fax Number

: (850)617-5381

From.

Account Name

: CORPORATION SERVICE COMPANY

Account Number : I20000000195 Phone

: (850)521-1000

Fax Number

: (850)558-1575

### FOREIGN PROFIT/NONPROFIT CORPORATION

RESOURCE ACCOUNTING INC.

Certificate of Status	0
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10/23/2008

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE POLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

	e Accounting, Inc.			
(Bater name of	corporation; must include "INCO 'Corp." "Inc." "Co," or "Corp.")	RPORATED	" "COMPANY," "CORPORATION,"	<del></del>
Mont Oan	carps and cos of coup.			
_	,			
(If name unava	ilable in Florida, enter alternate co	porete name	adopted for the purpose of transacting business	in Florida)
2. Georgia		` 3.		
-	y under the law of which it is inco	, ,	(FBI number, if applicable)	
T	ar 17, 2007	5.	Perpetual	
(Д)	is of incorporation)	1	(Duration: Year corp. will cease to exist or "p	erpetual")
6	(Data first transaci	d business is	Florida, if prior to registration)	
	(SEE SECTIONS 607.1	\$01 & 607.15	02, F.S., to determine penalty liability)	
7. 1040 Cro	own Pointe Parkway, Sui			
	•	office add		
1040 Cr	own Pointe Parkway, Sui		<u> </u>	
	Сштеп	msiling add	·em)	
8.	lawful business.			
(Purpose(	s) of corporation authorized in hor	ne state or co	entry to be carried out in state of Florida)	
9. Name and stre	<u>ct address</u> of Floride registered	agent (P.O	Box NOT acceptable)	
Namo:	Corporation Service C	ompany	·	TA'S
Office Address:	1201 Hays Street		<del></del>	LECS!
	Tallahassee		Florida 32301	
	(City)	,	(Zip code)	ARY SSE
Having been nam	gent's acceptance: uni as registered agent and to a	ccept servic	of process for the above stated corporation	on at the place
<i>'urther agree to c</i>	application, I hereby accept the omply with the provisions of all with and accept the obligation	l statutes rei	ont as registered agent and agree to act in t lative to the proper and complete performa idon as registered agent.	his capacity. I
	orporation Service Com		Judith Reyes  Asst. Secretary	·

II. 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.

(Registered agent's signature)

TILED

12. Names and business addresses of officers a	and/or directors:
A. DIRECTORS	
Chairman: Thomas A. Bickes	
Address: 1040 Crown Pointe Parl	cway, Suite 1040
Atlanta, GA 30338	i :
Vice Chairmen: Shawn W. Poole	
Address: 1040 Crown Pointe Parl	cway, Suite 1040
Atlanta, GA 30338	
Director: See Rider 12	
Address:	
, , , , , , , , , , , , , , , , , , ,	
Director:	
Address:	1 '
	!
B. OFFICERS	
President: Thomas A. Bickes	- 1040
Address: 1040 Crown Pointe Parkway	, Suite 1040
Atlanta, GA 30338	1:
Vice President: Shawn W. Poole	
Address: 1040 Crown Pointe Parkway,	Suite 1040
Atlanta, GA 30338	
Segretary: See Rider 12	<u> </u>
\ddress:	
Transitor:	
Address;	
OTE: If necessary, you may attach an adding	lum to the application listing additional officers and/or directors.
3. Show the	Officer listed in number 12 of the application)
and the	
4. Shuan Green (Typed or printed name	and capacity of person signing application)

AND COURSE SHAPE ORGANIZED BUTTOR SIGNATURE

Rider 12

THE CONTROL OF THE SECURITION OF A CONTROL OF THE SECURITION OF TH

William E. Watts Director 111 Huntington Avenue Suite 2900 Baston, MA 02199-7610

David Fiorentino Director 111 Huntington Avenus Suito 2900 Boston, MA 02199-7610

Gleon Hopkins
Director
111 Huntington Avenue
Suite 2900
Boston, MA 02199-7610

Doni McDermon Tressurer 1040 Crown Foints Parkway Suits 1040 Atlanta, Georgia 30338

Craig Kirby Assistant Treasurer 1040 Crown Pointe Parkway Suite 1040 Atlanta, Georgia 30338

Sharon Greenbaum Seoretary 1040 Crown Pointe Parkway Suite 1040 Atlanta, Georgia 30338

Stayton PettyJohn Assistant Secretary 1040 Crown Pointe Parkway Suite 1040 Atlanta, Georgia 30338

Paul Golden Director 111 Humington Avenue Suite 2900 Boston, MA 02199-7610

Control No. 07102086

# STATE OF GEORGIA

# Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

# CERTIFICATE OF

# **EXISTENCE**

I, Karen C Handel, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

#### RESOURCE ACCOUNTING, INC.

#### **Domestic Profit Corporation**

was formed or was authorized to transact business on 12/17/2007 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 23rd day of October, 2008

Karen C Flandel Secretary of State

aun Chandel

Cartifleation Number 3221196-1 Reference: Verify this certificate online at http://corp.sos.state.ga.us/corp/soskb/verify.asp