

Div. n of Corporations Page of 2
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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)878-5368

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DIVISION OF CORPORATIONS
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: kkirkwood@sidley.com

FOREIGN PROFIT/NONPROFIT CORPORATION
BMG MONEY, INC.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

RECEIVED
09 DEC 10 AM 9:18
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

gf 12/11/09

COVER LETTER,

TO: New Filing Section
Division of Corporations

SUBJECT: BMG Money, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Randall E. Pike

Name of Person

BMG Money, Inc.

Firm/Company

289 Greenwich Ave., 4th Floor

Address

Greenwich, CT 06830

City/State and Zip code

Randy.Pike@bmgmoney.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Randall E. Pike

Name of Person

at (203) 629-2181

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status
 \$78.75 Filing Fee & Certified Cop
 \$87.50 Filing Fee, Certificate of Status & Certified Copy

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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. BMG Money, 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 3. 27-1246641
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. September 18, 2009 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. No Business Transacted Prior to Registration.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 289 Greenwich Ave., 4th Floor, Greenwich, CT 06830
(Principal office address)

Same
(Current mailing address)

8. To engage in any lawful activity for which corporations may be authorized in Florida
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

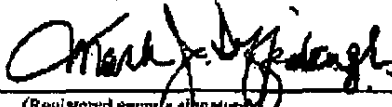
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.


(Registered agent's signature)

Mark J. Effenbaugh
Asst. Secretary & V. 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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DIVISION OF CORPORATIONS
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12. Name and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Angela Annes Guimarães

Address: 289 Greenwich Ave., 4th Floor

Greenwich, CT 06830

Vice Chairman: _____

Address: _____

Director: João Annes Guimarães

Address: 289 Greenwich Ave., 4th Floor

Greenwich, CT 06830

Director: Randall E. Pike

Address: 289 Greenwich Ave., 4th Floor

Greenwich, CT 06830

B. OFFICERS

President: Angela Annes Guimarães

Address: 289 Greenwich Ave., 4th Floor

Greenwich, CT 06830

Vice President: _____

Address: _____


Secretary: João Annes Guimarães

Address: 289 Greenwich Ave., 4th Floor, Greenwich, CT 06830

Treasurer: Randall E. Pike

Address: 289 Greenwich Ave., 4th Floor, Greenwich, CT 06830

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

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

14. Angela Annes Guimarães, President
(Typed or printed name and capacity of person signing application)

Delaware

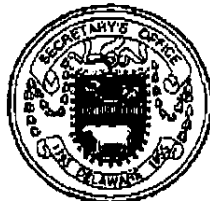
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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMG MONEY, 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 NINTH DAY OF DECEMBER, A.D. 2009.

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

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SECRETARY OF STATE
DIVISION OF CORPORATION
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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7687752

DATE: 12-09-09