

F940000003587

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAR 25 AM 10:30

Name chf
@ 3/27/08

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: TCS John Huxley America Inc.f/k/a TCS America, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F94000003587

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mariel J. Giletto, Esq.
(Name of Contact Person)

Fox Rothschild LLP
(Firm/Company)

1301 Atlantic Avenue, Suite 400
(Address)

Atlantic City, NJ 08401
(City/State and Zip Code)

For further information concerning this matter, please call:

Mariel J. Giletto, Esq. at (609) 348-4515
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

<input checked="" type="checkbox"/> \$35.00 Filing Fee	<input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	<input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)
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Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

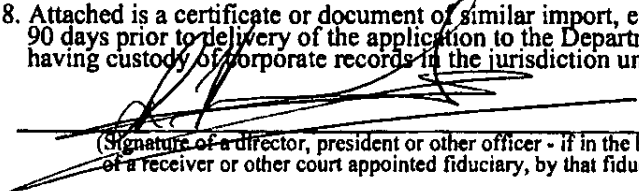
F94000003587

(Document number of corporation (if known))

1. TCS America, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Nevada 3. 7/08/1994
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 2/06/08
5. TCS John Huxley America Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- N/A
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
6. If the amendment changes the period of duration, indicate new period of duration.
- N/A
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- N/A
(New jurisdiction)
8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Roger Hawkins

(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAR 25 AM 10:30

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **TCS JOHN HUXLEY AMERICA INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since February 23, 1990, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on March 3, 2008.

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

By A handwritten signature in black ink, appearing to read "Joan L. Brown".
Certification Clerk

