F96000005121

TRANSMITTAL LETTER

VIA FEDERAL EXPRESS

October 1, 1996

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: Calvin Consultancy USA Incorporated
(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", 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:

E. Scott Golden, Esq.
(Name of Person)

500001963185
-10/02/96--01080--006
*****78.75 *****78.75

(Firm/Company)

644 S.E. 4 Avenue
(Address)

Fort Lauderdale, FL 33301
(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

E. Scott Golden at (954) 764-6766.
(Name of Person) Area Code & Daytime Telephone Number

A check in the amount of $78.75 to cover the cost of filing and a Certificate of Status is enclosed.

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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. Calvin Consultancy USA, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware
(State or country under the law of which it is incorporated)

3. 65-0431339
(FEI number, if applicable)

4. July 1993
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. September 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 8456 W. State Road 84
Davie FL 33324
(Current mailing address)

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8. Software Sales, Computer training and Consulting
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**

Name: E. Scott Golden, Esq.

Office Address: 644 S.E. 4 Avenue

Fort Lauderdale, Florida, 33301
(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.

E. Scott Golden
(Registered agent's signature)

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.

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

A. **DIRECTORS**

Chairman: Bryan Emory

Address: 8414 NW 26th PL

Sunrise, FL 33322

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. **OFFICERS**

President: Bryan Emory

Address: 8414 NW 26th Place

Sunrise FL 33322

Vice President:

Address:

Secretary: Bryan Emory

Address: 8414 NW 26 Place

Sunrise, FL 33322

Treasurer: Bryan Emory

Address: 8414 NW 26 Place

Sunrise, FL 33322

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

13. [signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Bryan Emory, President
(Typed or printed name and capacity of person signing application)

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CALVIN CONSULTANCY USA, 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-SEVENTH DAY OF SEPTEMBER, A.D. 1996.

GREAT SEAL OF THE STATE OF DELAWARE
LIBERTY AND INDEPENDENCE
1793 · 1847 · 1907

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 8123568

DATE: 09-27-96