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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: SONALI EXCHANGE CO. 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", 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:

Md. Musharraf H. Bhuiyan  
(Name of Person)  
Sonali Exchange Co. Inc.  
(Firm/Company)  
211 East 43 Street, Suite #1503  
(Address)  
New York, New York 10017  
(City/State/Zip)

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

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Md. Musharraf H. Bhuiyan at ( 212 ) 808 0790, fax 212 8080791  
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section  
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. SONALI EXCHANGE CO. 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. NEW YORK 3. I3 3769294  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 04/04/1994 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. May 01 1998  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 211 East 43 Street, Suite 1503  
New York, New York 10017  
(Current mailing address)

8. Any Business Purpose, Money Transmitter  
(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 or Mail Drop Box NOT acceptable)

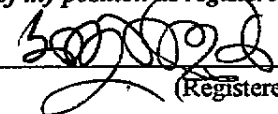
Name: Md. Musharraf H. Bhuiyan,

Office Address: 1003 North West 9th Ave.

FT. Lauderdale, Florida, 33311  
(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.*

x  4/4/98  
(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.

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12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: Md. Musharraf H. Bhuiyan  
Address: 211 East 43 Street New York, New York 10017  
1003 North West 9th Avenue, Ft. Lauderdale, Florida 33301  
Vice Chairman: Mahbubur Rahman Khan  
Address: Bank Bhaban, Bungalow # 4, Block KA, Mintoo Rd. Dhaka, Bangladesh  
211 East 43 Street New York, New York 10017  
Director: Mr. Abdur Khondkar Rashid  
Address: 2380 Randlett Dr. Mobile Alabama 36695.  
10033 North West 9th Avenue, Ft. Lauderdale Florida 33311  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Md. Musharraf H. Bhuiyan Suite 1503  
Address: 211 East 43 Street, New York, New York 10017  
Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_  
Secretary: Md. Azad Kamal  
Address: 493 McDonald Avenue 2nd Fl  
Brooklyn, New York 11218  
Treasurer: \_\_\_\_\_  
Address: \_\_\_\_\_

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

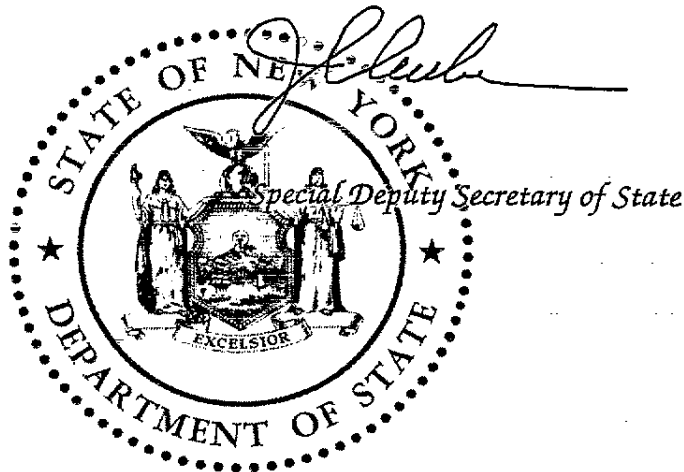
13. Md. Musharraf H. Bhuiyan  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)  
14. Md. Musharraf H. Bhuiyan President and CEO  
(Typed or printed name and capacity of person signing application)

**State of New York** | **ss:**  
**Department of State**

I hereby certify, that the certificate of incorporation of SONALI EXCHANGE CO. INC was filed on 04/04/1994, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 24th day of April  
one thousand nine hundred and  
ninety-eight.*



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