

Tuesday, September 28, 1999

Division of Corporations

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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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To:

Division of Corporations  
Fax Number : (850)922-4003

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

FOREIGN PROFIT QUALIFICATION

Pivotal Capital, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

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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. Pivotal Capital, 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  
(State or country under the law of which it is incorporated)
3. 65-0950126  
(FEI number, if applicable)
4. August 26, 1999  
(Date of Incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. upon filing this application  
(Date first transacted business in Florida. (See Section 607.1501, 607.1502, and 817.155, F.S.))
7. 5550 Glades Road Suite 308  
Boca Raton, FL 33431  
(Current mailing address)
8. Purpose of corporation to be carried out in Florida: all activities permitted under applicable law
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)  
Corporate Creations Enterprises Inc.  
941 Fourth Street #200  
Miami Beach, FL 33139
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.  
By: Andreas M. Kelly  
Corporate Creations Enterprises Inc.  
Andreas M. Kelly, Assistant Secretary
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.

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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12. Names and business addresses of officers and/or directors: (Street address ONLY)

**A. DIRECTORS**

David Schwartz  
5550 Glades Road  
Suite 308  
Boca Raton FL 33431

**B. OFFICERS**

PRESIDENT David Schwartz

SECRETARY

TREASURER

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13. Signature of an officer listed in item 12:

By: A. M. Kelly  
by A.M. Kelly as attorney-in-fact  
Name: David Schwartz  
Title: President  
Date: September 28, 1999

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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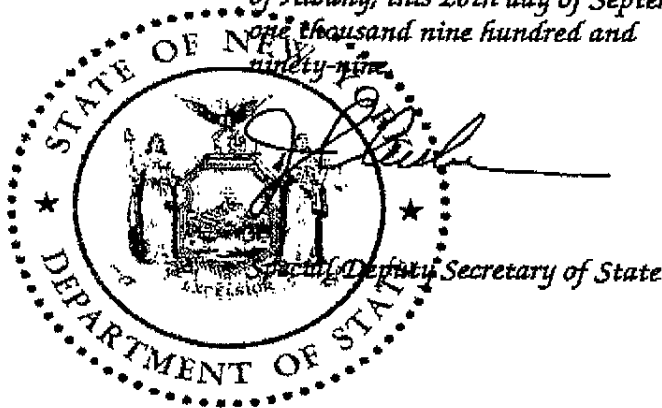
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**State of New York** | **ss:**  
**Department of State**

I hereby certify, that the certificate of incorporation of PIVOTAL CAPITAL, INC. was filed on 09/08/1999, 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 20th day of September  
one thousand nine hundred and  
ninety-nine.



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