



F02000002167

ACCOUNT NO. : 072100000032

REFERENCE : 551980 4324968

AUTHORIZATION : *Patricia Pijet*

COST LIMIT : \$ 1220.00

FILED
02 MAY -1 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 26, 2002

ORDER TIME : 9:35 AM

ORDER NO. : 551980-005

CUSTOMER NO: 4324968

(6)

BK

CUSTOMER: Ms. Maryann Miller
Saiber Schlesinger Satz &
One Gateway Center, 13th Floor

Newark, NJ 07102

500005415865--9

FOREIGN FILINGS

NAME: CAMCLOCK TECHNOLOGIES INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

RECEIVED
02 MAY -1 AM 10:31
DIVISION OF COMMUNICATION

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
02 MAY -1 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, 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. CAMCLOCK TECHNOLOGIES, 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 3. 22-3795422
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. April 4, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease "to exist or "perpetual")
- 6. July 7, 2001
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. 505 North Broad Street, Elizabeth, NJ 07208
(Principal office address)
- 505 North Broad Street, Elizabeth, NJ 07208
(Current mailing address)

The business/activities which the corporation is authorized to conduct in Florida, and which it is also authorized to conduct in its home jurisdiction are: To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(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 obligation of my position as registered agent.

Corporation Service Company
Lynette Coleman
(Registered agent's signature) Lynette Coleman
as its agent.

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 business addresses of officers and/or directors: (See Addendum attached hereto and made a part hereof.)

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

ATTORNEY GENERAL
STATE OF FLORIDA
PM 2:37

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

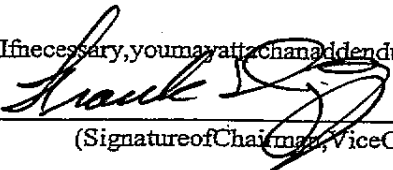
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Frank Dominguez, President
(Typed or printed name and capacity of persons signing application)

ADDENDUM

TO APPLICATION OF CAMCLOCK TECHNOLOGIES, INC.

1. Directors

Frank Dominguez	505 North Broad Street Elizabeth, NJ 07208
Armando Gonzalez	505 North Broad Street Elizabeth, NJ 07208
Jamie Price	505 North Broad Street Elizabeth, NJ 07208
Joseph Ginarte	505 North Broad Street Elizabeth, NJ 07208
Robert Nicosias	505 North Broad Street Elizabeth, NJ 07208

2. Officers

Chief Executive Officer, President and Chairman	Frank Dominguez	505 North Broad Street Elizabeth, NJ 07208
Chief Operating Officer, Secretary and Treasurer	Armando Gonzalez	505 North Broad Street Elizabeth, NJ 07208
Chief Financial Officer	Stewart Adams	505 North Broad Street Elizabeth, NJ 07208
Chief Technology Officer	Jorge Diaz	505 North Broad Street Elizabeth, NJ 07208
Marketing Director	Fernando Nazco	505 North Broad Street Elizabeth, NJ 07208

02 MAY -1 PM 2:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY -1 PM 2:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

The First State

02 MAY -1 PM 2:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
PAGE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "CAMCLOCK TECHNOLOGIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE FOURTH DAY OF APRIL, A.D. 2001, AT 9 O'CLOCK A.M.

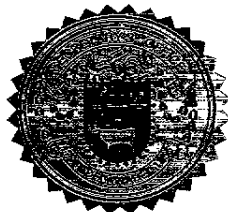
CERTIFICATE OF AMENDMENT, FILED THE SEVENTEENTH DAY OF MAY, A.D. 2001, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "TIME VISION, INC." TO "CAMCLOCK TECHNOLOGIES, INC.", FILED THE THIRTY-FIRST DAY OF AUGUST, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3377454 8310

AUTHENTICATION: 1649153

020152217

DATE: 03-06-02

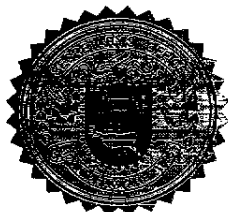
Delaware

PAGE 2

The First State

BEEN FILED TO DATE.

FILED
02 MAY -1 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3377454 8310

020152217

AUTHENTICATION: 1649153

DATE: 03-06-02