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To: Division of Corporations  
Fax Number : (850)205-0383

From: Account Name : CORPORATION SERVICE COMPANY AZH  
Account Number : I20000000195  
Phone : (850)521-1000  
Fax Number : (850)558-1575

FOREIGN PROFIT QUALIFICATION  
ADMINISTRATIVE & FINANCIAL SERVICES, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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DIVISION OF CORPORATION

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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. Administrative & Financial Services, Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Int.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 20-2006452  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 3, 2004 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A  
(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 19 Dove Street, Suite #104, Albany, NY 12210  
(Principal office address)

19 Dove Street, Suite #104, Albany, NY 12210  
(Current mailing address)

8. Consulting Firm  
(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 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 obligations of my position as registered agent.*

Corporation Service Company  
By: Jeanine Reynolds  
(Registered agent's signature) 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:

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A. DIRECTORS

Chairman - CHERYL E. PETERSON  
Address: 19 DOVE STREET - SUITE # 104  
ALBANY, NY 12210-1389

Vice Chairman - JOSEPH T. O'HARA  
Address: 19 DOVE STREET - SUITE # 104  
ALBANY, NY 12210-1389

Director - DEREK J. ABRAHAM  
Address: 19 DOVE STREET - SUITE # 104  
ALBANY, NY 12210-1389

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

B. OFFICERS

President - CHERYL E. PETERSON  
Address: 19 DOVE STREET - SUITE # 104  
ALBANY, NY 12210-1389

Vice President - JOSEPH T. O'HARA  
Address: 19 DOVE STREET - SUITE # 104  
ALBANY, NY 12210-1389

Secretary - DEREK J. ABRAHAM  
Address: 19 DOVE STREET - SUITE # 104  
ALBANY, NY 12210-1389

Treasurer - \_\_\_\_\_  
Address: \_\_\_\_\_

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

13. *C Cheryl E. Peterson*  
(Signature of Director or Officer listed in number 12 of the application)

14. CHERYL E. PETERSON, PRESIDENT  
(Typed or printed name and capacity of person signing application)

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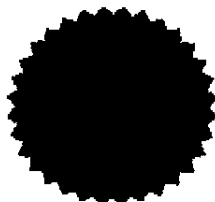
# Delaware

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADMINISTRATIVE & FINANCIAL SERVICES, 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 SEVENTEENTH DAY OF DECEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ADMINISTRATIVE & FINANCIAL SERVICES, INC." WAS INCORPORATED ON THE THIRD DAY OF DECEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3559552

DATE: 12-17-04

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