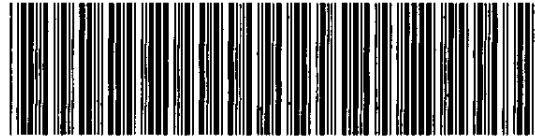


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09/15/08--01033--005 **78.75

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers SEP 16 2008

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: ExlService Philippines, 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:

Brian F. Ellis
(Name of Person)

The Ellis Law Firm, LLC
(Firm/Company)

600 Broadway, Suite 670
(Address)

Kansas City, MO 64105
(City/State and Zip code)

For further information concerning this matter, please call:

Brian F. Ellis, Esq. at (816) 472-1515
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. ExlService Philippines, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. Philippines

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

3. 98-0580948

(FEI number, if applicable)

4. 09/25/2007

(Date of incorporation)

5. Perpetual

(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. Sixth Floor/South Quadrant One E Com Center Sunset Avenue Mall of Asia Complex Pasay City, Metro Manila, Philippines 1300

(Principal office address)

c/o Sycip, 3rd Floor, SSHG Law Centre 105, Paseo de Roxas, Makati City, Philippines 1226

(Current mailing address)

8. Collection Agency, Third Party Administrator

(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: Ann R. Shilling

(Registered agent's signature)

Ann R. Shilling, Assistant VP

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2008 SEP 15 AM 11:19
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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Please see attached, reference OFFICERS/DIRECTORS

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

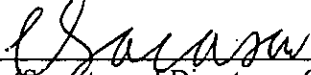
Address: _____

Treasurer: _____

Address: _____

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2008 SEP 15 AM 11:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Carmela L. Sacasas (Secretary)
(Typed or printed name and capacity of person signing application)

Attachment:
Officer and Directors — ExIService Philippines, Inc.
Page 1

OFFICERS AND DIRECTORS
ExIService Philippines, Inc.

Jose Perpetuo M. Lotilla
President/Director
Sixth Floor/South Quadrant
One E Com Center
Sunset Avenue
Mall of Asia Complex
Pasay City, Metro Manila, Philippines 1300

Carmela L. Sacasas
Secretary/Director
Sixth Floor/South Quadrant
One E Com Center
Sunset Avenue
Mall of Asia Complex
Pasay City, Metro Manila, Philippines 1300

Sheilah P. Tamarong
Director
Sixth Floor/South Quadrant
One E Com Center
Sunset Avenue
Mall of Asia Complex
Pasay City, Metro Manila, Philippines 1300

Annalyn Tayag
Director
Sixth Floor/South Quadrant
One E Com Center
Sunset Avenue
Mall of Asia Complex
Pasay City, Metro Manila, Philippines 1300

Marie Corinne T. Balbido
Director
Sixth Floor/South Quadrant
One E Com Center
Sunset Avenue
Mall of Asia Complex
Pasay City, Metro Manila, Philippines 1300

Rohit Kapoor
Director

Attachment:
Officer and Directors – ExIService Philippines, Inc.
Page 2

Sixth Floor/South Quadrant
One E Com Center
Sunset Avenue
Mall of Asia Complex
Pasay City, Metro Manila, Philippines 1300

Vikram Talwar
Director
Sixth Floor/South Quadrant
One E Com Center
Sunset Avenue
Mall of Asia Complex
Pasay City, Metro Manila, Philippines 1300



Republic of the Philippines
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills, Mandaluyong City

C E R T I F I C A T I O N

This is to certify that based on the records of the Securities and Exchange Commission, **ExiService Philippines, Inc.** with SEC No. **CS200715015** has not been dissolved nor has the Commission received any information derogatory to said corporation that would prevent it from exercising its primary franchise.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed at EDSA Mandaluyong City, Philippines, this 31st day of July Two Thousand and Eight.


BENITO A. CATARAN
Director

Company Registration and Monitoring Department

OR No. 165886
Amount: P19,500.00
Date :7-28-08