

Filing and License Fee: \$310.00 minimum

ID Number:

156336



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

FILED

MAY 26 2006

By AK

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-105 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island and for that purpose submits the following statement:

1. The name of the corporation is J.P. Morgan Services India Private Limited

2. It is incorporated under the laws of Maharashtra India

3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 7/2/2000 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is:

3rd Floor Technopolis Knowledge Park, Mahakali Caves Rd., Andheri (East) Mumbai India 400093

6. The address of its proposed registered office in Rhode Island is 222 Jefferson Blvd., Suite 200

(Street Address not P.O. Box)

Warwick

RI

02888

(City/Town)

(Zip Code)

and the name of its proposed registered agent in Rhode Island at

that address is Corporation Service Company.

(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Debt Collection

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated)

Name

Address

Director

See Attached list

Director

Director

Director

(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated)

	<u>Name</u>	<u>Address</u>
President	See Attached	
Vice President		
Treasurer		
Secretary		

9 The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
5,000,000	Common		\$0.22 per share
22,330,000	Common		\$0.22 per share

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 32,717.75.

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage]

11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 135,000,000.

(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0.


(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage]

12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.

13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90<sup>th</sup> day after the date of this filing \_\_\_\_\_

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 5/15/06

  
 \_\_\_\_\_  
 Signature of Authorized Officer of the Corporation  
KEVIN BOWDLER CEO / PRESIDENT  
 \_\_\_\_\_  
 Type or Print Name of Authorized Officer

**J.P. Morgan Services India Private Limited**  
**LIST OF OFFICERS**

**PRESIDENT**

Kevin James Bowdler

3rd Floor Technopolis Knowledge Park, Mahakali  
Caves Rd., Andheri (East)  
Mumbai, India 400093  
091-22 5645-4708

**TREASURER**

Rajat Kumar Mehta

3rd Floor Technopolis Knowledge Park, Mahakali  
Caves Rd., Andheri (East)  
Mumbai, India 400093  
091-22 5645-4708

**SECRETARY**

Geetha Vishwanathan

3rd Floor Technopolis Knowledge Park, Mahakali  
Caves Rd., Andheri (East)  
Mumbai, India 400093  
091-22 5645-4708

J.P. Morgan Services India Private Limited  
LIST OF DIRECTORS

**DIRECTOR**

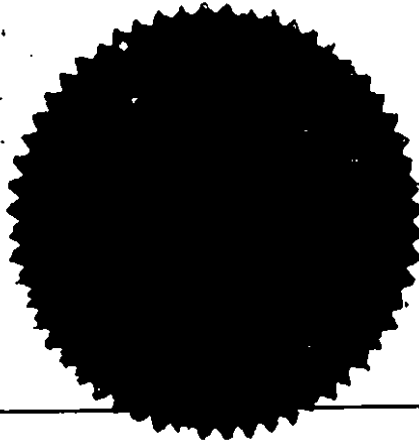
Veronique Weill

3rd Floor Technopolis Knowledge Park, Mahakali Caves Rd., Andheri (East)  
Mumbai, India 400093  
091-22 5645-4708

**DIRECTOR**

Joseph D. Regan, Jr.

3rd Floor Technopolis Knowledge Park, Mahakali Caves Rd., Andheri (East)  
Mumbai, India 400093  
091-22 5645-4708



## सॉफ्टवेयर टेक्नोलॉजी पार्कस् ऑफ इंडिया

(सूचना प्रौद्योगिकी विभाग, भारत और सूचना प्रौद्योगिकी संयुक्त-वस्तु बाजार)

इन्टरनेशनल इन्फोटेक पार्क, टॉवर नं. ७, वॉश रेलवे स्टेशन,

वाशी रेलवे स्टेशन कॉम्प्लेक्स, नवी मुंबई - ४०० ७०५.

फ़ोन : ९१-२२-२७८१२०२/०३/०४ ईमेल : ९१-२२-२७८१२०३४

ई-वेब : इनफो/एप्टिपिआईआई.नेट • युआरएल : एप्टिपिआईआई.नेट

## Software Technology Parks of India

(DIT, Ministry of Communications & Information Technology-Govt. of India)

International Infotech Park, Tower # 7, Floor # 6,

Vashi Railway Station Complex, Navi Mumbai - 400 705.

Phone : 91 - 22 - 27812102 / 03 / 04 Fax : 91 - 22 - 27812034

E-mail: info@stpi Mumbai.net • Website : www.stpi Mumbai.net

Ref No. STPI/MUM/VIII (A)(864)/2001(08) 388

Date: January 16, 2006



### To Whom It May Concern

As per the records of this office, M/s. J.P. Morgan Services India Private Limited, (the "company") has been approved under the Software Technology Parks of India Scheme of the Government of India as a 100% Export Oriented Unit vide approval letter no. STPI/MUM/VIII (A)(864)/2001(08)/1700 Dated 10.08.2001 and green card no. MIT/STPI-MUM/2001/842 dated 10.08.2001 valid up to 09.08.2006 valid up to 09.08.2006, for its offices at:

1. Technopolis Knowledge Park, Andheri (E), Mumbai – 400 093
2. Paradigm Towers, Mindspace, Malad, Mumbai – 400 064
3. Magnus Towers, Mindspace, Malad, Mumbai – 400 064
4. Prism Towers, Mindspace, Malad, Mumbai – 400 064

We do not have any adverse observation and find the company to be maintaining a good record.

Yours Faithfully,

For Software Technology Parks of India, Navi Mumbai

Authorized Signatory

ATTESTED BY ME  
TRUE COPY

S. K. SHETTY B.A., LL.M.  
ADVOCATE  
NOTARY GOVT. OF INDIA  
8, "Prakash", Bestant Street,  
Santacruz (W), Mumbai - 400 054

