

Filing and License Fee: \$310.00 minimum

ID Number: 142134



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State Matthew A. Brown
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 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 Omnex Group, Inc.
2. It is incorporated under the laws of California
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 July 20, 1990 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 _____
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is CT Corporation System
(Name of Agent)
7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:
Money Services Business
8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	<u>Please See Schedule A</u>	
Director		
President		
Vice President		
Treasurer		
Secretary		

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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:

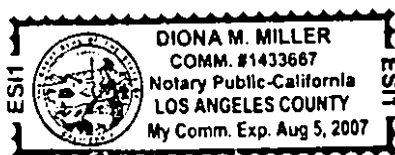
<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>See Schedule B</u>			

10. The aggregate number of its issued shares, 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>
<u>See Schedule B</u>			

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 8,659,367
- (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].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 593,672,000
- (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 \$ 5,000,000
- (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 0.8 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: June 11, 2004



Omnex Group, Inc.

(Print Exact Name of Corporation Making Application)

By

Frank Angrisani

Frank Angrisani

☒ President or ☐ Vice President (check one)

AND

By

☐ Secretary or ☐ Assistant Secretary (check one)

STATE OF California
COUNTY OF Los Angeles

In Los Angeles, on this 11 day of June, 2004, before me personally appeared Frank Angrisani who, being duly sworn, declared that he/she is the CEO of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

Diona M. Miller
Notary Public

My Commission Expires: August 5, 2007

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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
See Schedule B			

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
See Schedule B			

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 8,659,367.
- (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].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 593,672,000.
- (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 \$ 5,000,000.
- (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 0.8 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: July 12, 2004

Omnex Group, Inc.

Print Exact Name of Corporation Making Application

By _____

☐ President or ☐ Vice President (check one)

By Frederick Sharp III

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF California
COUNTY OF San Francisco

In San Francisco, on this 12th day of July, 2004, before me personally appeared Frederick Sharp III who, being duly sworn, declared that he/she is the Secretary of the above-named entity and that he/she signed the foregoing document as such authorized agent and that the statements herein contained are true.



Gary Sutton
Notary Public
My Commission Expires: May 6, 2007

Schedule A
to
Application for Qualification to do Intrastate Business

OMNEX GROUP, INC.
(a California corporation)

List of Names and Addresses of Officers and Directors:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Frank Angrisani	Chief Executive Officer Treasurer Director	2635 Camino del Rio South Suite 309 San Diego, CA 92108
Bradford Bernstein	Director	(same as above)
Benjamin Cukier	Director	(same as above)
Frederick Sharp III	Secretary	(same as above)

Schedule B
to
Application for Qualification to do Intrastate Business

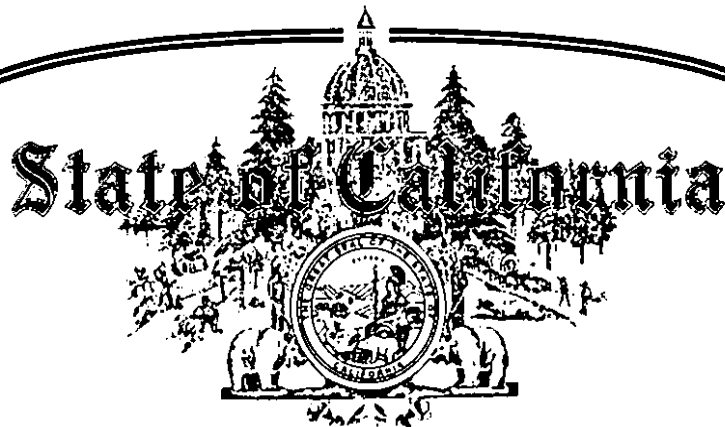
OMNEX GROUP, INC.
(a California corporation)

- Aggregate number of authorized shares:

<u>Number of Shares</u>	<u>Class</u>	<u>Par Value</u>
1,000,000	Common Stock	No par
120,000	Preferred Stock	No par
1,000,000	Series 1 Preferred Stock	No par
500	Series 2 Preferred Stock	No par

- Aggregate number of issued and outstanding shares:

<u>Number of Shares</u>	<u>Class</u>	<u>Par Value</u>
1,000,000	Common Stock	No par



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 23 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 10 2004



Kevin Shelley

Secretary of State