

F00000001116

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: PowerTrips, Ltd.
(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:

000003067960--9
-12/13/99--01103--004
*****70.00 *****70.00

Dennis Brose
(Name of Person)

PowerTrips, Ltd.
(Firm/Company)

4225 Hiawatha Avenue
(Address)

Minneapolis, MN 55406
(City/State/Zip)

W999-28833

Should you need to call someone concerning this matter, please call:

Dennis Brose at (612) 724-4353
(Name of Person) (Area Code & Daytime Telephone Number)

00 MAR - 1 PM 12:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

AL

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 17, 1999

DENNIS BROSE
POWERTRIPS, LTD
4225 HIAWATHA AVE.
MINNEAPOLIS, MN 55406

SUBJECT: POWERTRIPS, LTD.
Ref. Number: W99000028833

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
001111R - 1 PM 12:00

We have received your document for POWERTRIPS, LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of LIMITED or LTD. is not acceptable as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 499A00059323

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. PowerTrips, Ltd., Incorporated
(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. Minnesota
(State or country under the law of which it is incorporated)
3. 41-1917215
(FEI number, if applicable)
4. Sept. 2, 1998
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(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. a. 4225 Hiawatha Avenue, Minneapolis, MN 55406
(Principal office address)
b. same as above
(Current mailing address)
8. Short term sportscar rental
(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: Mary Treptow
Office Address: 3115 LaCosta Circle, Ste. 106
Naples, Florida 34105
(Zip code)

SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 MAR - 1 PM 12:00

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.

Mary Treptow
(Registered agent's signature)

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:

A. DIRECTORS

Chairman: Dennis Brose

Address: 4225 Hiawatha Avenue, Minneapolis, MN 55406

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

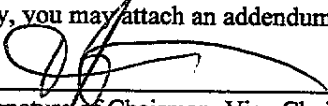
Address: _____

Treasurer: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR - 1 PM 12:00

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. Dennis Brose - President & CEO
(Typed or printed name and capacity of person signing application)

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

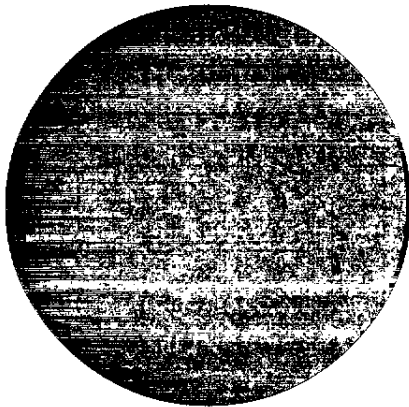
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: PowerTrips, Ltd.

Date Formed: 09/02/1998

Chapter Governed By: 302A

This certificate has been issued on 12/08/99.



Mary Kiffmeyer
Secretary of State.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR - 1 PM 12:00