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TRANSMITTAL LETTER

TO: Qualification/Registration Section  
Division of Corporations

SUBJECT: EUROPEAN ADOPTION CONSULTANTS, INCORPORATED  
(Name of Corporation)

300003199699--5  
-04/07/00--01049--024  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conducts its affairs in Florida.

Please return all correspondence concerning this matter to the following:

VICTOR COLE  
(Name of Person)  
EUROPEAN ADOPTION CONSULTANTS, INCORPORATED  
(Firm/Company)  
4010 Galt Ocean Drive Ocean Summitt #509  
(Address)  
Ft. Lauderdale, Florida 33308  
(City, State and Zip Code)

F00-1947

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08 APR -7 AM 10:44

APPROVED  
AND  
FILED

For further information concerning this matter, please call:

Victor Cole  
(Name of Person) at ( 954 ) 928 - 0377  
Area Code & Daytime Telephone Number

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 APR -7 AM 10:32

RECEIVED

STREET ADDRESS:  
Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:  
Qualification/Tax Lien 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

Will wait

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR  
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR  
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

1. EUROPEAN ADOPTION CONSULTANTS, INCORPORATED  
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. OHIO 3. 34-171-8583  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 10, 1992 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. March 27, 2000  
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 9800 Boston Road  
North Royalton, Ohio 44133  
(Current mailing address)  
Assisting families in finding adoptable children;  
counseling for prospective adoptive families
8. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

**9. Name and street address of Florida registered agent:**

Victor Cole  
(Name)

4010 Galt Ocean Drive Ocean Summitt #509  
(Office address)

Ft. Lauderdale, Florida, 33308  
(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.*

Victor Cole  
(Registered agent's signature)

APPROVED  
AND  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
00 APR - 7 AM 10:44

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 addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Ohio not for profit corporations have trustees and not directors.

Chairman: Trustee: Margaret A. Cole  
Address: 9800 Boston Road, North Royalton, Ohio 44133

Vice Chairman: Trustee: Lucile Cole  
Address: 7045 County Line Road, Williamsfield, Ohio 44093

Director: Trustee: Victor Cole  
Address: 4010 Galt Ocean Drive Ocean Summit #509  
Ft. Lauderdale, Florida 33308

Director:  
Address:

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Margaret A. Cole  
Address: 9800 Boston Road, North Royalton, Ohio 44133

Vice President: n/a  
Address:

Secretary: Lucile Cole  
Address: 7045 County Line Road, Williamsfield, Ohio 44093

Treasurer: Lucile Cole  
Address: 7045 County Line Road, Williamsfield, Ohio 44093

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

13. Margaret A. Cole  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)  
Margaret A. Cole, Trustee and President  
(Typed or printed name and capacity of person signing application)

APPROVED  
AND  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
00 APR - 7 AM 10:44

UNITED STATES OF AMERICA  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.

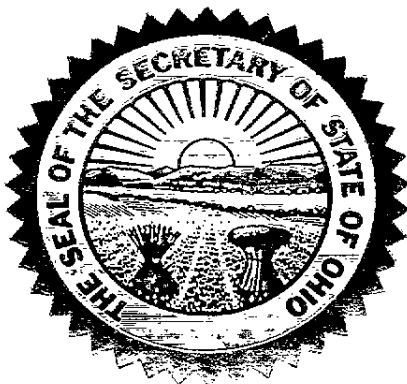


*I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show EUROPEAN ADOPTION CONSULTANTS, INCORPORATED, an Ohio not-for-profit corporation, Charter No. 823509, having its principal location in North Royalton, County of Cuyahoga, was incorporated on July 10<sup>th</sup>, 1992 and is currently in GOOD STANDING upon the records of this office.*

*WITNESS my hand and official*

*seal at Columbus, Ohio on*

*March 30, 2000*



A handwritten signature in cursive script that reads "J. Kenneth Blackwell".

J. Kenneth Blackwell  
Secretary of State