

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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TALLAHASSEE, FLORIDA

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Triune Corporation
(CORPORATE NAME & DOCUMENT #)

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*******70.00 *****70.00**

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SPECIAL INSTRUCTIONS

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"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 28, 2000

CORPORATE ACCESS

TALLAHASSEE, FL

SUBJECT: TRIUNE CORPORATION
Ref. Number: W00000028011

Corrected
12/1/00
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00 DEC 28 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Please note that we have RETAINED your \$70.00 payment.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 700A00060365

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

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00 DEC 28 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned Therese Hasnas, do hereby certify
(Name)


that this Resolution of the Board of Directors of Triune Corporation
(Corporate Name)

a corporation duly organized and existing under the laws of the State of California
was duly adopted on December 12, 2000.

Be it resolved, that Triune Corp.
(Corporate Name)

organized and existing in the State of California, hereby adopts the name
BEWN Franchise Corp. for use in Florida.

Dated: 12/12/00


Signature of either Chairman, Vice Chairman or any officer

Therese P. Hasnas
Type or print Name

**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.

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TALLAHASSEE, FLORIDA

1. Triune Corporation
(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. California
(State or country under the law of which it is incorporated)

3. 95 4330716
(FBI number, if applicable)

4. 5/15/91
(Date of incorporation)

5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. 07/01
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Fresh 225 W. Hillcrest Dr. #351
Thousand Oaks CA 91360
(Current mailing address)

8. Fresh Mexican food restaurant
(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: PARACORP Incorporated

Office Address: 236 East 6th Avenue
Tallahassee FL 32303, Florida, _____
(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.

Dennis Zoller

(Registered agent's signature)

Assistant Secretary for Paracorp Incorporated

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.

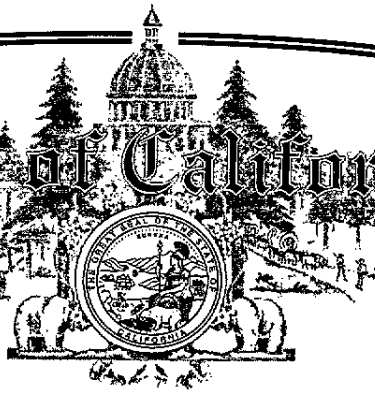
12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)Chairman: Louis SiracusaAddress: 453 Laulea Pl.
Paia, Maui HIVice Chairman: n/a

Address: _____

Director: Greg DollarhydeAddress: 225 W. Hillcrest Dr #351
Thousand Oaks CA 91360Director: Frank VestAddress: 10 Hale St. #205Charleston WV 25301**B. OFFICERS** (Street address only - P.O. Box NOT acceptable)President: Greg DollarhydeAddress: 225 W. Hillcrest Dr #351
Thousand Oaks CA 91360Vice President: Peter WhitwellAddress: 225 W. Hillcrest Dr. #351
Thousand Oaks CA 91360Secretary: Therese HasnasAddress: 225 W. Hillcrest Dr. #351
Thousand Oaks CA 91360Treasurer: Don BreenAddress: 225 W. Hillcrest Dr. #351
Thousand Oaks CA 91360**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Therese P. Hasnas, Corp Sec'y
(Typed or printed name and capacity of person signing application)FILED
00 DEC 28 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

FILED
00 DEC 28 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, BILL JONES, Secretary of State of the State of California, hereby certify

That on the **15th day of May, 1991**, **TRIUNE CORPORATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of November 17, 2000.



Bill Jones
BILL JONES
Secretary of State

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