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March 14, 2002
FEDERAL EXPRESS

Department of State
Bureau of Commercial Recording - Amendments
409 East Gaines Street
Tallahassee, FL 32399

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 18 PM 12:36

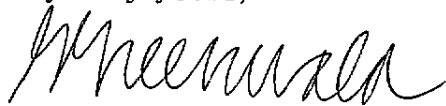
Re: NEW BREED TRANSFER CORP.

Dear Sir/Madam:

Enclosed for filing is an original + 1 copy of an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business for the above-referenced NJ corporation, along with a NJ Standing Certificate and our client's check in the amount of \$38.75 to cover the filing fee.

Kindly return a Certificate of Status in the Fed X return envelope provided.

Very truly yours,


GAYE L. GREENWALD
Legal Assistant

N/c

V SHEPARD MAR 25 2002

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 18 PM 12:36

1. New Breed Transfer Corp.
Name of corporation as it appears on the records of the Department of State.
2. New Jersey 3. March 23, 2001
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? December 19, 2001

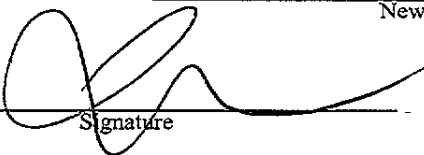
5. New Breed Corporate Services, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

X 
Signature

X February 18, 2002
Date

Louis DeJoy
Typed or printed name

President
Title

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

NEW BREED CORPORATE SERVICES, INC.
With the Previous or Alternate Name
NEW BREED TRANSFER CORP. (Previous Name)

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on July 16, 1986.*

*As of the date of this certificate, said business
continues as an active business in the State of New
Jersey. Annual Reports are outstanding for the
following year(s):
1999*

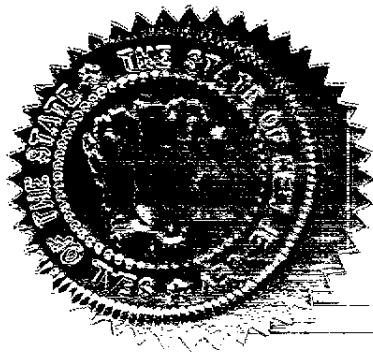
*I further certify that the registered agent and
registered office are:*

*Corporation Trust Company
820 Bear Tavern Road
Trenton, NJ 08628*

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

NEW BREED CORPORATE SERVICES, INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
12th day of March, 2002

A handwritten signature in cursive script, which reads "John E. McCormac".

John E McCormac, CPA
State Treasurer