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00855-00310-02963

May 23, 2001

MJH

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

9/17

W01-12420

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

Re: Armstrong & Associates, Inc.
Our File No.: 201-0463

Dear Sir or Madam:

In connection with the above-referenced corporation, enclosed please find an original and one copy of an Application by a Foreign Corporation for Authorization to Transact Business in Florida. Also enclosed is this firm's check in the amount of $70.00 representing the filing fee. I would appreciate receiving confirmation of the acceptance of this Application.

Should you have any questions, please do not hesitate to contact my office.

Sincerely,

FRESE, NASH & HANSEN, P.A.

J. Patrick Anderson

JPA:sdl
Enclosures

FILED
01 SEP 17 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 31, 2001

J. PATRICK ANDERSON
FRESE, NASH & HANSEN, P.A.
900 S. HARBOR CITY BOULEVARD, SUITE 505
MELBOURNE, FL 32901

SUBJECT: ARMSTRONG & ASSOCIATES, INC.
Ref. Number: W01000012420

We have received your document for ARMSTRONG & ASSOCIATES, INC. and your check(s) totaling $70.00. However, the document has not been filed and is being retained in this office for the following:

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 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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 401A00033197

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Dale Armstrong (Name), do hereby certify

that this Resolution of the Board of Directors of Armstrong & Associates, Inc. (Corporate Name)

a corporation duly organized and existing under the laws of the State of Hawaii,

was duly adopted on ~~September 23~~ September 4, 2001. X

Be it resolved, that Armstrong & Associates, Inc. (Corporate Name),

organized and existing in the State of Hawaii, hereby adopts the name

Armstrong Consulting, Inc. for use in Florida.

Dated: 9-4-01

Signature of either Chairman, Vice Chairman or any officer

Dale Armstrong, President
Type or print name

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

INHS19(1/00)

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. Armstrong & Associates, Inc.
(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. Hawaii
(State or country under the law of which it is incorporated)

3. 99-0325542
(FEI number, if applicable)

4. August 18, 1993
(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. 850 W. Hind Drive, Suite 208, Honolulu, Hawaii 96821
(Principal office address)

P.O. Box 240509, Honolulu, Hawaii 96821
(Current mailing address)

8. Consulting related to long-range budget planning for condos, time-shares, etc.
(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: J. Patrick Anderson, Esquire

Office Address: 930 S. Harbor City Blvd., Suite 505

Melbourne (City), Florida 32901 (Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

(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: _____

Address: _____

_____

Vice Chairman: _____

Address: _____

_____

Director: Dale Armstrong

Address: 850 W. Hind Drive, Suite 208

P.O. Box 240509, Honolulu, Hawaii 96821

Director: _____

Address: _____

_____

B. OFFICERS

President: Dale Armstrong

Address: Same as above

_____

Vice President: N/A

Address: _____

_____

Secretary: Dale Armstrong

Address: Same as above

Treasurer: Dale Armstrong

Address: Same as above

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. DALE ARMSTRONG, Pres.

(Typed or printed name and capacity of person signing application)

Department of Commerce and Consumer Affairs

CERTIFICATE OF GOOD STANDING

I, the undersigned Director of Commerce and Consumer Affairs of the State of Hawaii, do hereby certify that according to the records of this Department

ARMSTRONG AND ASSOCIATES, INC.

was incorporated under the laws of Hawaii on 08/18/1993 ; that it is an existing corporation in good standing, and is duly authorized to transact business.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Commerce and Consumer Affairs, at Honolulu, Hawaii.

Dated: 05/09/2001

Director of Commerce and Consumer Affairs