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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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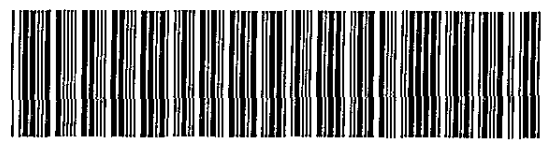
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** BTC (USA) INC.  
(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:

JOE CONSALVO  
(Name of Person)

BTC (USA) INC.  
(Firm/Company)

900 WEST AVENUE, # 925  
(Address)

MIAMI BEACH, FL. 33139  
(City/State and Zip code)

For further information concerning this matter, please call:

JOE CONSALVO at (305) 538 1042  
(Name of Person) (Area Code & Daytime Telephone Number)

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**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

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

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. BTC (USA) 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. DELAWARE (State or country under the law of which it is incorporated) 3. 98-0392467 (FEI number, if applicable)

4. JAN 22, 2003 (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. 900 WEST AVENUE #905 MIAMI BEACH FL. 33139 (Principal office address)

900 WEST AVENUE #905 MIAMI BEACH FL. 33139 (Current mailing address)

8. SALES AND MARKETING ON TRUCK & TRAILER PARTS (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: JOE CONSALVO

Office Address: 900 WEST AVENUE #925 MIAMI BEACH, FL 33139, Florida 33139 (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.

[Handwritten signature] (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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: CHOW LAI YEE

Address: UNIT 1, 14/F, BLOCK A, MARVEL IND. BLDG., NO. 25-31 KWAI FUNG CRESCENT, KWAI CHUNG, N.T. HONG KONG.

Vice Chairman: TSANG FAI

Address: UNIT 1, 14/F, BLOCK A, MARVEL IND. BLDG., NO. 25-31 KWAI FUNG CRESCENT, KWAI CHUNG, N.T. HONG KONG.

Director: SHAM SAU YAN

Address: NAME AS ABOVE

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: CHOW LAI YEE

Address: UNIT 1, 14/F, BLOCK A, MARVEL IND. BLDG., NO. 25-31 KWAI FUNG CRESCENT, KWAI CHUNG, N.T. HONG KONG.

Vice President: SHAM SAU YAN

Address: NAME AS ABOVE.


Secretary: JOE CONSALVO

Address: 900 WEST AVENUE # 905, MIAMI BEACH, FLORIDA USA 33139

Treasurer: IVY LOK

Address: UNIT 1, 14/F, BLOCK A, MARVEL IND. BLDG., NO. 25-31 KWAI FUNG ST., H

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

13.  CHAIRMAN  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. CHOW LAI YEE  
(Typed or printed name and capacity of person signing application)

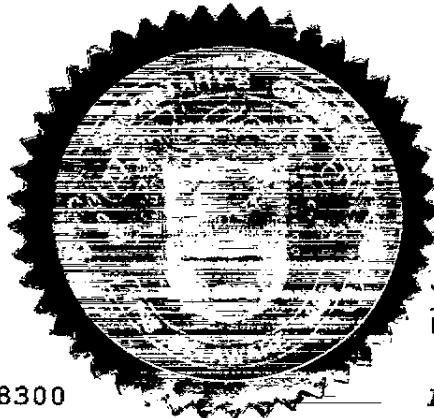
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TALLAHASSEE FLORIDA

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BTC (USA) INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JANUARY, A.D. 2003.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3598179 8300

AUTHENTICATION: 2216679

030042620

DATE: 01-22-03