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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

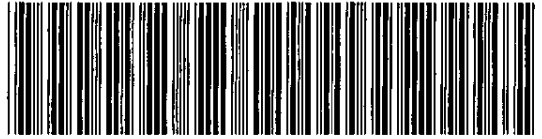
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: BAXA CORPORATION

(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:

CAROL HAYMOND

(Name of Person)

BAXA CORPORATION

(Firm/Company)

14445 GRASSLANDS DR

(Address)

ENGLEWOOD CO 80112

(City/State and Zip code)

For further information concerning this matter, please call:

CAROL HAYMOND

(Name of Person)

at (303) 617-2228

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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. BAXA CORPORATION

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. COLORADO

(State or country under the law of which it is incorporated)

3. 84-0527072

(FBI number, if applicable)

4. 04/05/83

(Date of incorporation)

5. PERPETUAL

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

6. 1/1/2008

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 14445 GRASSLANDS DR, ENGLEWOOD, CO, 80112

(Principal office address)

14445 GRASSLANDS DR, ENGLEWOOD, CO, 80112

(Current mailing address)

8. Leasing of personal property

(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 NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 2731 Executive Park Dr Suite 4

Weston

(City)

, Florida 33331

(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.

APRIL ASSIT, SEC 10/28/08

(Registered agent's signature)

11. Attached is a certificate of existence duly nuthenticated, 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: SEE ATTACHED LISTING

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: SEE ATTACHED LISTING

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. David Runck
(Signature of Director or Officer listed in number 12 of the application)

14. DAVID RUNCK SEC/TREASURER
(Typed or printed name and capacity of person signing application)

BAXA CORPORATION

FEIN: 84-0527072

Corporate Officers:

President	Jeffrey Baldwin	14445 Grasslands Dr, Englewood, Co, 80112
CEO	Gregory Baldwin	14445 Grasslands Dr, Englewood, Co, 80112
Secretary/Treasurer	David Runck	14445 Grasslands Dr, Englewood, Co, 80112

Directors:

Arlotta, John	14445 Grasslands Dr, Englewood, Co, 80112
Baldwin, Brian	14445 Grasslands Dr, Englewood, Co, 80112
Baldwin, Greg	14445 Grasslands Dr, Englewood, Co, 80112
Baldwin, Jeff	14445 Grasslands Dr, Englewood, Co, 80112
Goldthorpe, Edward	14445 Grasslands Dr, Englewood, Co, 80112
McKnight, Craig	14445 Grasslands Dr, Englewood, Co, 80112
Prozeller, Randy	14445 Grasslands Dr, Englewood, Co, 80112
Samson, Marvin	14445 Grasslands Dr, Englewood, Co, 80112

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Mike Coffman, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

BAXA CORPORATION

is a **Corporation** formed or registered on 04/05/1983 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19871515332.

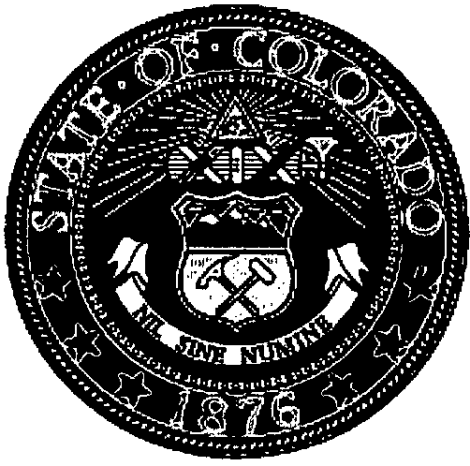
This certificate reflects facts established or disclosed by documents delivered to this office on paper through 10/23/2008 that have been posted, and by documents delivered to this office electronically through 10/27/2008 @ 16:35:38.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 10/27/2008 @ 16:35:38 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 7213190.

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AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."