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2/06/95 12:47 PM FAS-T CORP. AGENTS, INC. 305 922-5991 P. 001

2/06/95 FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM 11:27 AM

(((H95000001477))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0039
FAX: (305) 592-9591

(((H95000001477))) DOCUMENT TYPE: FOREIGN PROFIT QUALIFICATION
NAME: BEN LAD & ASSOCIATES, INC.
FAX AUDIT NUMBER: H95000001477 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/06/1995 TIME REQUESTED: 11:26:49
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX
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1. ENTER PASSWORD --KEY--
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44 2/6
55 FEB -6 PM 12:15
DIVISION OF CORPORATIONS

ES: H...
DEPT...

H95000001477

CS
DIVERS
CORP

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. Ben Lao & 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. Texas 3. 1-75-2320754-0
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 14, 1990 6. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

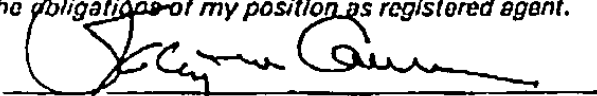
6. February 8, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 2350 Airport Freeway, Suite 440
Bedford, Texas 76072
(Current mailing address)

8. Airport planning & design
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**
Name: CARR SMITH ASSOCIATES # 300275
Office Address: 4055 N.W. 97th Avenue
Miami, FL 33178, Florida, 33178
(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.


(Registered agent's signature)
Stanley M. Cann as V/President

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.

Prepared by: Ben Lao
2350 Airport Freeway, Suite 440
Bedford, Tx 76022

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

H95000001477

A. DIRECTORS

Chairman: Ben Lao
Address: 2350 Airport Freeway, Suite 440
Bedford, TX 76022

Vice Chairman: N/A
Address: _____

Director: N/A
Address: _____

Director: _____
Address: _____

B. OFFICERS

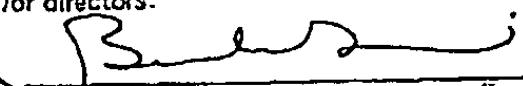
President: Ben Lao
Address: 2350 Airport Freeway, Suite 440
Bedford, TX 76022

Vice President: Walter Hart/Jim Sterling
Address: 2350 Airport Freeway, Suite 440
Bedford, TX 76022

Secretary: Ben Lao
Address: 2350 Airport Freeway, Suite 440
Bedford, TX 76022

Treasurer: Ben Lao
Address: 2350 Airport Freeway, Suite 440

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. Ben Lao, Chairman
(Typed or printed name and capacity of person signing application)

H95000001477



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

JOHN SHARP • COMPTROLLER • AUSTIN, TEXAS 78774

SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 FEB -6 PM 12:16

CERTIFICATION OF ACCOUNT STATUS

THE STATE OF TEXAS

COUNTY OF TRAVIS

I, John Sharp, Comptroller of Public Accounts of the State of Texas, DO
HEREBY CERTIFY that according to the records of this office

BEN LAO & ASSOCIATES INC.

is, as of this date, in good standing with this office having no franchise
tax reports or payments due at this time.

This certificate is valid through the date that the next franchise tax report
will be due, 05-15-95

This certificate is not valid for the purpose of dissolution, merger or
withdrawal.

GIVEN UNDER MY HAND AND
SEAL OF OFFICE in the City of
Austin, this 3rd day of
FEBRUARY, 1995 A.D.

JOHN SHARP
Comptroller of Public Accounts

Charter/C.O.A. number: 011428000-0