

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. FEEBAY CORPORATION (Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that this 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. 1/5/95 (Date of incorporation)

4. PERPETUAL (Duration)

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5. APPLIED FOR (Federal Employer Identification number, if applicable)

6. None (Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 40 STIKHON, KELLIE 1155 LANE LEVBSOR SAND W. MONTREAL QUEBEC H3B 3V2 (Current mailing address)

8. to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware. (Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors: Chairman: JAMES D. RAYMOND Address: JAMES-BARRY INC SUITE 410, LE WINDSOR 1170 P&L ST., MONTREAL, QUE. H3B 4P2

Vice Chairman: None Address:

Director: SOME DIRECTOR IS JAMES RAYMOND Address: as above

Director: N/A Address:

Officer

President

BARRY SCHWARTZ

Address

JAMES-BARRY INC

SUITE 410, LE HINDSOR

Vice President

1170 PEARL ST. MONTREAL, QUE H3B 4P2

Address

NONE

Secretary

BARRY SCHWARTZ

Address

as above

Treasurer

~~NONE~~ JAMES D. RAYMOND

Address

as above

(if needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida 33324

Zip Code

11. 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:

Margaret Seibson
C T Corporation System
MARGARET SEIBSON (Officer)
ASSISTANT SECRETARY

(Typed Name and Title of Officer)

12. 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.

13.

[Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14.

James Raymond, Chairman

(Name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FEEJAY CORPORATION" 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 EIGHTEENTH DAY OF JANUARY, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB -9 PM 1:10



Edward J. Freel
Edward J. Freel, Secretary of State

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