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TALLAHASSEE, FL 32301
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RECEIVED
96 APR 15 AM 11:04
DIVISION OF CORPORATION

F96000002134

ACCOUNT NO. : 072100000032
REFERENCE : 918170 10625A
AUTHORIZATION : *Patricia Poynt*
COST LIMIT : \$ 122.50

ORDER DATE : April 15, 1996

ORDER TIME : 10:23 AM

ORDER NO. : 918170

CUSTOMER NO: 10625A

700001780697

CUSTOMER: John M. Lynn, Esq
Tilson Lynn & Hanson
2nd Floor
48 Ne 15th Street
Homestead, FL 33030

W96-8070

FOREIGN FILINGS

NAME: PEBAR, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 APR 15 PM 12:41

WJ
429
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FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

April 15, 1996

CSC NETWORKS

SUBJECT: PEBAR, INC.
Ref. Number: W96000008070

RESUBMIT

Please give original
submission date as file date.

We have received your document(s) in this office, however, the document is being returned for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with 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 (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 696A00017335

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DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. PEBAR, INC. Charter #01290123
(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language in which it is incorporated and clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. State of Texas, County of Travis 3. NO: 75-2585643
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 9, 1993 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.150, F.S.)

7. c/o Don M. Sallinger, Esquire
5520 LBJ Freeway, Suite 340, Dallas, Texas 75240
(Current mailing address)
8. General purpose to transact any and all lawful business.

(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: John M. Lynn, Esquire

Office Address: 48 N.E. 15th Street, Second Floor

Homestead, Florida, 33030
(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.

By: 
(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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TALLAHASSEE
FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Eligio Barrios

Address: c/o Don M. Sallinger, Esquire

5520 LBJ Freeway, Suite 340, Dallas, TX 75240

Director: _____

Address: _____

B. OFFICERS

President: Eligio Barrios

Address: c/o Don M. Sallinger, Esquire

5520 LBJ Freeway, Suite 340, Dallas, TX 75240

Vice President: Elaine Hall

Address: c/o Don M. Sallinger, Esquire

5520 LBJ Freeway, Suite 340, Dallas, TX 75240

Secretary: Elaine Hall

Address: c/o Don M. Sallinger, Esquire

5520 LBJ Freeway, Suite 340, Dallas, TX 75240

Treasurer: Elaine Hall

Address: c/o Don M. Sallinger, Esquire

5520 LBJ Freeway, Suite 340, Dallas, TX 75240

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

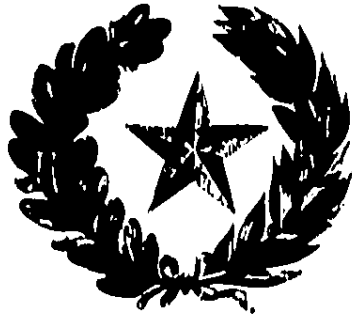
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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Eligio Barrios
(Typed or printed name and capacity of person signing application)



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

PEBAR, INC.
CHARTER NO. 1290123-00

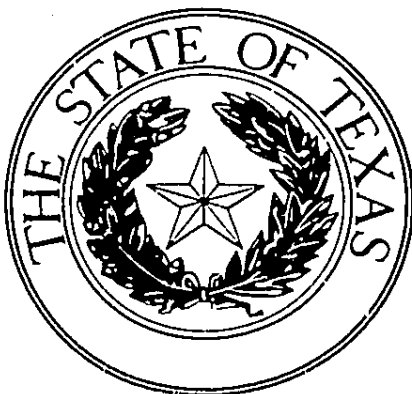
were filed in this office and a certificate of incorporation was issued
NOVEMBER 09, 1993;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued; and
that the corporation is still in existence.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on April 22, 1996.

Antonio O. Garza, Jr.

Antonio O. Garza, Jr.
Secretary of State

MAC



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

JOHN SHARP • COMPTROLLER • AUSTIN, TEXAS 78774

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

PEBAR, INC.

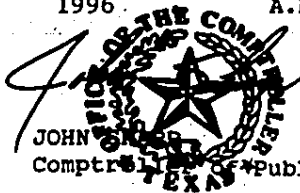
is, as of this date, in good standing with this office having no franchise
tax reports or payments due at this time.

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

05-15-96

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 5 day of APRIL
1996 A.D.



JOHN SHARP
Comptroller of Public Accounts

Charter/C.O.A. number: 012901237-0

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96 APR 15 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA