

F96000002548
TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PHOENIX BIO SYSTEMS, 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:

500001802115
-05/01/96--01001--015
*****70.00 *****70.00

RICHARD O. DEEM, AGENT
(Name of Person)

(Firm/Company)

4800 WEST 80th AVENUE 202
(Address)

WESTMINSTER COLORADO 80030-4413
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 21 PM 2:30

Should you need to call someone concerning this matter, please call:

RICHARD O. DEEM
(Name of Person)

at (303) 426-7414
(Area Code & Daytime Telephone Number)

FAX = 303) 426-7431

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 1, 1996

RICHARD O. DEEM
4800 W 80TH AVE #202
WESTMINSTER, CO 80030-4413

SUBJECT: PHOENIX BIO SYSTEMS, INC.
Ref. Number: W96000009279

We have received your document for PHOENIX BIO SYSTEMS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office 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) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 196A00020985

**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. PHOENIX BIO SYSTEMS, 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. COLORADO
(State or country under the law of which it is incorporated)

3. 84-1324238
(FEI number, if applicable)

4. 11 28 95
(Date of Incorporation)

5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
IN FLORIDA.

6. CORPORATION ACTIVATED 010196 - NO BUSINESS TRANSACTED YET
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. PHOENIX BIO SYSTEMS, INC
4800 WEST 80TH AVENUE # 202 - DEEM
WESTMINSTER, COLORADO 80030-4413
(Current mailing address)

8. CONSULTING + BIO SYSTEMS INSTALLATION
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: KARI RUSSELL

Office Address: 214 PINE AVE. (BOX 1861)

ANNA MARIA ISLAND, Florida, 34216
(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.

Kari M. Russell
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: JOSEPH RUOCCO

Address: 4800 WEST 80TH AVENUE #202 WESTMINSTER CO 80030

~~Vice Chairman: (MOVING TO ARIZONA: MAY, 1996.)~~

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: JOSEPH J. RUOCCO

Address: 4800 WEST 80TH AVENUE #202
WESTMINSTER, CO. 80030-4413

Vice President: _____

Address: _____

Secretary: MARILYN M. RUOCCO

Address: 4800 W. 80TH AVENUE #202
WESTMINSTER CO 80030-4413

Asst. Secy: LEONARD O. SEEM
Treasurer:

Address: 7415 CHASS AVE
ARIZONA, COO 80030 -

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

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

14. LEONARD O. SEEM
(Typed or printed name and capacity of person signing application)



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, **VICTORIA BUCKLEY**, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

PHOENIX BIO SYSTEMS, INC.
(COLORADO CORPORATION)

file # 951145114 was filed in this office on **NOVEMBER 28, 1995**, and has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.

Dated: **MAY 02, 1996**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 21 PM 2:30

Victoria Buckley

SECRETARY OF STATE