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NAME: MONTEREY ENTERPRISES GROUP LIMITED, CO.

AUDIT NUMBER..... H98000012744 DOC TYPE..... FOREIGN PROFIT QUALIFICATION

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SUBJECT: MONTEREY ENTERPRISES GROUP LIMITED, CO. REF: W98000015639

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A brief description of the entity's nature of business must be included in the document.

Please list the street address of each officer/director. If the officer/director does not have a street address, list a P.O. Box and write (N/A) beside the box number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Michael Mays Document Specialist FAX Aud. #: H98000012744 -- Letter Number: 298A00036776

57

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	MONTEREY (Name of corporat between of like	ENTERPRISES GROUP ion: must include the word to import in language as will hip if not so contained in the	in IMITED, CO INCORPORATE clearly indicate to make at present.). D", "COMPAN hat it is a corpor)	Y" "CORPORA" ation instead of a	HON, or word	is or	•
	matrich Vi	irgin Islands for the law of which it is inc	3	N/A	(FEI number, if i			-
4.		incorporation)			Perperual		petual")	-
б.	June 1st, (Date first tra	uzacted philiness in Liouen	(See sections 60	77.1501,607.15	02, AND 817.155	,F.S.)		
7.	c/o 501 £	rickell Key Drive,	Sulte 400,	Miami, Flo	rida 33131		98	SEC
			(Current mailing	address)			JII 16	
8. 9.	(Purpose(s) of con	re Investments poration authorized in home	e state or country	to be carried out	in the state of Box or Mail I	rop Box N	O£ \ ನಿ ≋	OF STATE
•		Gary A. Levinson Slosbergas & Ferr 501 Brickell Key	andez, L.L. Drive. Suit	F. 400		***		
	··· •	Miami			a , <u>33131</u> (Zip Code)		-	

Slosbergas & Fernandez, L.L.P. 501 Brickell Key Dr. # 400 miani, Horida 33131 (305) 374.2855 / FBNO. 378887 Nelson Slosbergas, Esq. (305) 374-0030

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.

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.

	CORS (Street address only- F. O . Box NOT acceptable)	
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idress:		
<u></u>	FARIDEN RAMOUI	
	c/O 501 Brickell Key Drive, Suite 400	
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TERRITORY OF THE BRITISH VIRGIN ISLANDS THE INTERNATIONAL BUSINESS COMPANIES ACT (CAP. 291)

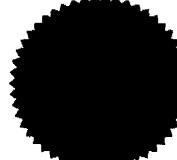
CERTIFICATE OF GOOD STANDING

(Section 114)

No. 253520 MONTEREY ENTERPRISES GROUP LIMITED

The Registrar of Companies of the British Virgin Islands HEREBY CERTIFIES that:

- 1. The above company was duly incorporated under the provisions of the International Business Companies Act, (Cap.291) on the 22nd day of October, 1997 as Company No. 253520 of the register of International Business Companies.
- The name of the Company is still on the register of International Business Companies and the company has paid all fees, licence fees, and penalties due and payable under the provisions of sections 104 and 105 of the said Act.
- 3. The company has not submitted to me articles of merger or consolidation that have not yet become effective.
- 4. The company has not submitted to me articles of arrangement that have not yet become effective.
- 5. The company is not in the process of being wound up and dissolved
- 6. No proceedings have been instituted to strike the name of the company off the said register.
- 7. In so far as is evidenced by the documents filed with me the company is in good legal standing.



Given under my hand and seal at Road Town, Tortola in the Territory of the British Virgin Islands this 23rd day of June, 1998

CRTI004PU

STREETSTRANGE COMPANIES