

F000000006597
TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: CINEMA EXPOSE LIMITEE CORP.
(Name of corporation - must include suffix)

900003115239--1
-01/28/00--01103--001
*****78.75 *****78.75

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:

Laurence C. Caroe
(Name of Person)
Cinema Expose Limitee
(Firm/Company)
1338 York Mills Road, Suite 202,
(Address)
North York, Ontario, Canada, M3A 3M3
(City/State/Zip)

FILED
00 JAN 28 PM 2:57
TALLAHASSEE, FLORIDA

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

Laurence C. Caroe at (416) 414-3167
(Name of Person) (Area Code & Daytime Telephone Number)

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

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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. CINEMA EXPOSE LIMITEE CORP.
(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. Province of Ontario, Canada
(State or country under the law of which it is incorporated)
3. not applicable
(FEI number, if applicable)
4. March 24, 1999
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. February 1, 2000 - projected start date
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7. 1338 York Mills Road, Suite 202, North York, Ontario, Canada, M3A 3M3.

(Current mailing address)

8. Sales and marketing of various products and services.
(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: Christopher Quilter

Office Address: 9600 West Sample Rd., Suite 202,

Coral Springs, Florida, 33065
(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)

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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09 JAN 28 PM 2:57
TALLAHASSEE, FL
STATE OF FLORIDA

Request ID: 002522877
Demande n°:
Transaction ID: 12893973
Transaction n°:
Category ID: CT
Catégorie:

Province of Ontario
Province de l'Ontario
Ministry of Consumer and Commercial Relations
Ministère de la Consommation et du Commerce
Companies Branch
Direction des compagnies

Date Report Produced: 2000/01/14
Document produit le:
Time Report Produced: 08:45:36
Imprimé à:

Certificate of Status Certificat de Statut Documentaire

This is to certify that according to the
records of the companies branch

Je certifie par les présentes que, conformément
aux dossiers de la Direction des compagnies,

CINEMA EXPOSE LIMITEE

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

001346917

is a corporation incorporated,
amalgamated or continued under
the laws of the Province of Ontario.

est constituée, fusionnée ou prorogée en vertu
des lois de la province de l'Ontario.

The corporation came into existence on

La personne morale a été fondée le

MARCH 24 MARS, 1999

and has not been dissolved.

et n'a pas été dissoute.

Dated

Fait le

JANUARY 14 JANVIER, 2000



Director
Directrice

The issuance of this certificate in electronic form is authorized by the Director of Companies Branch.
La délivrance du présent certificat sous forme électronique est autorisée par la Directrice de la Direction des compagnies.

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: None

Address: _____

Vice Chairman: None

Address: _____

Director: Laurence C. Caroe

Address: 1338 York Mills Road, Suite 202,
North York, Ontario, Canada, M3A 3M3.

Director: _____

Address: _____

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

President: Laurence C. Caroe

Address: 1338 York Mills Road, Suite 202,
North York, Ontario, Canada, M3A 3M3.

Vice President: None

Address: _____

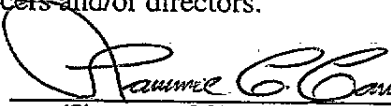
Secretary: Laurence C. Caroe

Address: 1338 York Mills Road, Suite 202,
North York, Ontario, Canada, M3A 3M3.

Treasurer: Laurence C. Caroe

Address: 1338 York Mills Road, Suite 202,
North York, Ontario, Canada, M3A 3M3.

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

13.  Laurence C. Caroe (President and Director)
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Laurence C. Caroe - President and Director
(Typed or printed name and capacity of person signing application)

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