

**CORPORATE
ACCESS,
INC.**

F00000001021

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

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FILING

Foreign

1.) Transformers Land Corp.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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RECEIVED
FEB 25 2000
TALLAHASSEE, FL

SPECIAL INSTRUCTIONS

Handwritten notes: "N/A" and "2/25/00"

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00 FEB 25 AM 9:31
TALLAHASSEE, FL

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

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

00 FEB 25 1996
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Transformers Land 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. Delaware
(State or country under the law of which it is incorporated)

3. _____
(FEI number, if applicable)

4. December 20, 1996
(Date of incorporation)

5. Perpetual
(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 817.155, F.S.)]

7. Transformers Land Corp.
% Realty Executives
5265 34th Street South
St. Petersburg, FL 33705
(current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the
General Corporation Law of Florida
(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: Karen E. Maller, Esquire
Office Address: Powell, Carney, Hayes & Silverstein, P.A.
One Progress Plaza, Suite 1210
St. Petersburg, Florida 33701

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 compete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Karen E. Maller
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the 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.

00 FEB 25 AM 11:16
STATE OF FLORIDA
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

12. Names and addresses of officer and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman:
Address:

Vice Chairman:
Address:

Director: Gerhard Neugebauer
Address: % Realty Executives, 5265 34th Street South
St. Petersburg, FL 33705

Director:
Address:

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

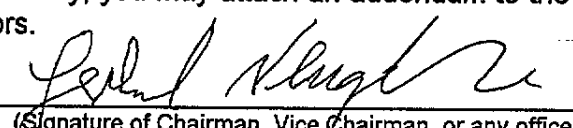
President: Stina Menke
Address: % C.C.S. 1201 N. Orange Street, 7th Floor
Wilmington, Delaware 19801

Vice President:
Address:

Secretary:
Address:

Treasurer:
Address:

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. Gerhard Neugebauer, Director
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

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STATE OF DELAWARE
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "TRANSFORMERS LAND CORP." 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 SIXTH DAY OF DECEMBER,
A.D. 1999.





Edward J. Freel, Secretary of State

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AUTHENTICATION: 0118811

DATE: 12-06-99