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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 27, 2000

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: AXIUM HEALTHCARE CORPORATION

Ref. Number: W00000008039

We have received your document for AXIUM HEALTHCARE CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The actual name of this corporation -- AXIUM CORPORATION -- ASSENCT available in Florida, and the corporation will have to adopt an ALTERNATE NAME for use in Florida.

The name AXIUM HEALTHCARE CORPORATION is an acceptable altername., but you must submit a RESOLUTION OF THE BOARD OF DIRECTORS adopting that name for use in Florida.

You may use the attached form if you wish.,

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 (850) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 100A00016692

RESOLUTION OF BOARD OF DIRECTORS (Please print or type)

I, the undersigned _	James Peter Summ (Name		, do hereby certify
that this Resolution	of the Board of Direc	tors of	
	Axium Co	proration	
	(Corporate l	Name)	
a corporation duly	organized and existing	under the laws of the	State of Nevada
was duly adopted o	n	March 20,	20_00
Be it resolved, that	Axium Cor	rporation	
· · · · · · · · · · · · · · · · · · ·	, , , , , , , , , , , , , , , , , , , ,	(Corporate Natite)	
organized and exist	ing in the State of	Nevada	, hereby adopts the name
Axium Healthca	re Corporation		for use in Florida.
Dated: 3-27	-00		
· - 	Signature of either Chain	man, Vice Chairman or ar	If Reach of
Ja	Ines Peter Summerv. Tyne	ille, President	·
	-76-		

MAR-27-2000 14:50

INHS19(1/00)

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.	Axium Corporation
	(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 natural person or partnership if not so contained in the name at present.) Nevada 3. 94-3350864 (State or country under the law of which it is incorporated) FEI number, if applicable) January 19, 2000 5. Perpetual (Date of Incorporation)
2.	Nevada 3. 94-3350864
	Nevada 3. 94-3350864 3 (State or country under the law of which it is incorporated) (FEI number, if applicable) January 19, 2000 5 Perpetual
4.	January 19, 2000 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 817.155, F.S.)
7	c/o Richard H. Bruck
/.	C/O RICHARD H. Bruck
	FOO Marrage Contain Prints Chaile 700 Marrage Prints Ch. 00000
	500 Newport Center Drive, Suite 700, Newport Beach, CA 92660 (Current mailing address)
8.	Holding company; Investments
	(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 \underline{NOT} acceptable)
	Name:James Peter Summerville
	Office Address: 3002 Ash Park Point
	Winter Park ,Florida, 32792
10	. Registered agent's acceptance: (Zip Code)
На со:	tving been named as registered agent and to accept service of process for the above stated rporation at the place designated in this application, I hereby accept the appointment as

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.

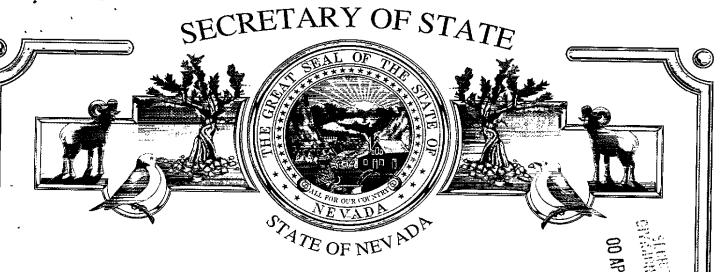
and accept the obligations of my position as registered agent.

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

(Registered agent's signature)

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) N/A______A\N Chairman: Address: Vice Chairman: N/A Address: _ Director: James Peter Summerville Address: 3002 Ash Park Point Winter Park, Florida 32792 Director: N/A Address: B. OFFICERS (Street address only- P. O. Box NOT acceptable) President: ___James Peter Summerville ____ Address: 3002 Ash Park Point Winter Park, Florida 32792 Vice President: N/A Address: Secretary: Richard H. Bruck 500 Newport Center Drive, Suite 700 Address: Newport Beach, California 92660 -Address: 3002 Ash Park Point Winter Park, Florida 32792 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. Chairman, Vice Chairman, or any officer listed in number 12 of the application) James Peter Summerville, President

(Typed or printed name and capacity of person signing application)



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **AXIUM CORPORATION**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 19, 2000, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on January 20, 2000.

Secretary of State

Ву

Certification Clerk

