McCARTHY, LEBIT, CRYSTAL & HAIMAN CO., L.P.A.

ATTORNEYS AND COUNSELORS AT LAW 1800 MIDLAND BUILDING

101 WEST PROSPECT AVENUE

CLEVELAND, OHIO 44115-1088

TELEPHONE (216) 696-1422

FACSIMILE (216) 696-1210

* DANIEL R. McCARTHY LARRY CRYSTAL IRWIN'S, HAIMAN

**KENNETH B. LIFFMAN

** MARK B. COHN

**JOHN S. SEICH

*** ROBERT S. BALANTZOW KIMON P. KARAS DAVID A. SCHAEFER DAVID L. ROSENZWEIG †PAMELA N. HULTIN

IRENE M. MacDOUGALL RICHARD A. RABB

CHARLENE R. MILETI

**STUART A. MINTZ

February 4, 2000

MICHELLE P. MARVINNEY SHEILA M. McCARTHY ROBERT J. DUBYAK COLIN G. SKINNER JOSHUA B. NATHANSON ††DOUGLAS M. NELSON, II E. ROGER STEWART

ELLEN R. TITLEBAUM

KELLY M. McHARGH OF COUNSEL

JAMES E. BURNS JON FITZPATRICK

EDWARD A. LEBIT (1936-1988)

*Also admitted to practice in District of Columbia Also admitted to practice in Florida

***Also admitted to practice in Florida and Michigan †Also admitted to practice in Colorado and District of Columbia

††Also licensed to practice in New York

VIA FEDERAL EXPRESS

Florida Secretary of State Qualification/Tax Lien Section Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

> Re: Calvary Management, Inc.

Dear Sir/Madam:

w - 3754

Enclosed herewith please find the following documents submitted for filing on behalf of the abovecaptioned entity:

- 1. Application By Foreign Corporation For Authorization To Transact Business In Florida:
- 2. Requisite Transmittal Letter;
- Certificate Of Existence With Status In Good Standing from the above-captioned entity's state of incorporation (Nevada).

In addition, I have enclosed a check made payable to the Florida Secretary of State in the amount. of Seventy-Eight and 75/100 Dollars (\$78.75) to cover the filing fee of the Application and the issuance of a Certificate Of Status.

Please acknowledge your receipt of this filing by time-stamping a copy of this letter and copies of each of the aforementioned enclosures provided for such purpose, and returning same to me in the envelope provided for your convenience.

Should you have any questions or require anything further with respect to this matter, please do not hesitate to contact me.

Very truly yours,

ERT/dp **Enclosures**

CC: E. Roger Stewart, Esq. (w/out enc.) Mr. Bruce Misko (w/out enc.)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 11, 2000

MCCARTHY, LEBIT, CRYSTAL & HAIMAN 101 WEST PROSPECT AVENUE 1800 MIDLAND BLDG CLEVELAND, OH 44115-1088

SUBJECT: CALVARY MANAGEMENT, INC.

Ref. Number: W0000003754

We have received your document for CALVARY MANAGEMENT, INC. 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 date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6097.

Letter Number: 600A00007233

Michael Mays Document Specialist

TRANSMITTAL LETTER

To: Qualification/To Division of Cor									
or in it. Cir.	Calvary Management,	Inc.							
SUBJECT:(Name of corporation - must include suffix)									
Dear Sir or Madam:									
The enclosed "Application and check are submitted	ion by Foreign Corporation for A l to register the above referenced	uthorization to Transact Busine foreign corporation to transact b	ss in Florida", "Certificate of Existence", ousiness in Florida.						
Please return all corresp	ondence concerning this matter	to the following:							
	Ellen R. Titlebaum								
		(Name of Person)							
	.P.A.								
	101 West Prospect	milding							
		(Address)							
	Cleveland, Ohio 4	4115-1088							
		(City/State/Zip)	35. 00						
Should you need to cal	l someone concerning this matter	r, please call:	APR 1						
Ellen R. Titlebaum		(216) 696-1422							
(Nan	ne of Person)	(Area Code & Daytime Te	elephone Number)						
STREET ADDRESS:	:	MAILING AD	DRESS:						
Qualification/Tax Lien Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399		Qualification/Tax Lien Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314							
Enclosed is a check for	or the following amount:								
S70.00 Filing Fee	▼ \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certificate of Status & Certified Copy						

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

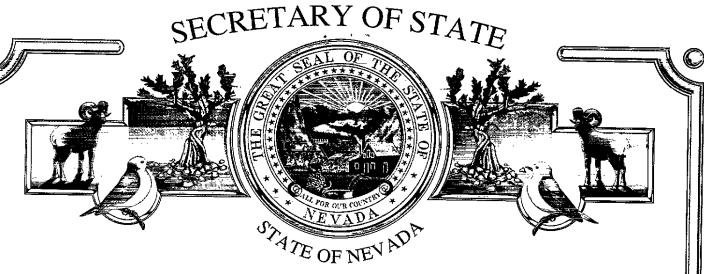
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. Calvary Management, Inc. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of 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.) Nevada (State or country under the law of which it is incorporated) (FEI number, if applicable) January 3, 2000 (Date of incorporation) (Duration: Year corp. will cease to existor "perpetual") January 14, 2000 (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) 468 Alinole Loop Lake Mary, FL (Current mailing address) Any lawful purpose for which corporations are formed under Nevada law, (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) Bruce Misko Name: 468 Alinole Loop Office Address: Lake Mary (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.

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.

(Registered agent's signature)

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

	rors (Street address only - P.O. Box NOT acceptable)						
iddress:				<u></u>			
			<u> </u>				
ice Chairn	nan:						
ddress:							
_							
irector:	Bruce Misko		·		<u> </u>		. 4.
	168 Alinole Loop, Lake Mary, FL 32746		-			-	
_				·	·		
irector:							<u></u>
ddress:			 	· . · .	ns		
OFFIC	ERS (Street address only - P.O. Box NOT acceptable)		- _{IU.} .				
esident: _	Bruœ Misko						
ddress:	468 Alinole Loop, Lake Mary, FL 32746		-	E SE	00		
			· · · · · · · · · · · · · · · · · · ·		NPR	71	
ce Preside	at ^A manda Misko			- S2	=		
idress:	468 Alinole Loop, Lake Mary, FL 32746				<u> </u>		
					ب		
cretary:	Amanda Misko			<u> 9m</u>	<u>-</u> =		
ldress:	468 Alinole Loop, Lake Mary, FL 32746				,		
 easurer:	Bruce Misko			······································	 -	<u>.</u>	
	468 Alinole Loop, Lake Mary, FL 32746	-, ,	····				
TE: If n	ecessary, you may attach an addendum to the application listing ac	iditional office	rs and/or dir	ectors.			
· ——	Dure //wska					-	*,
Bruce	(Signature of Chairman, Vice Chairman, or any officer listed in	n number 12 o	f the applica	tion)			
- DE UCE	Misko, Director, President and Treasurer (Typed or printed name and capacity of pers						



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, **CALVARY MANAGEMENT**, **INC.**, 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 3, 2000, and is in good standing in this state.

Ву

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 3, 2000.

Secretary of State

Certification Clerk

