TRANSMITTAL LETTER

To:

Registration Section

Division of Corporations

MADISON'S STEAKS. COM, LLC
(Name of corporation - must include suffix)

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.

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STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines St.	n)		A15-605. Code & Daytime Telephon MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327	e Number)
Name of Person (Name of Person	n)	(Area	A15-605. Code & Daytime Telephon MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	e Number)

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. (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. STATE OF DELAWARE
(State or country under the law of which it is incorporated)

3. 59-3627389
(FEI number, if applicable) 4.20 MARCH 2000 5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual") UPON QUALIFICATION (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) 7. a. 618 RENAISSANCE POINTE - SUITE 3-104-ACTAMONTE SPRINGS

b. FLORIDA 32714

(DEE DECTIONS OUT. 1301, OUT. 1302, P.S.)

(DEE DECTIONS OUT. 1301, OUT. 1302, P.S.)

FLORIDA 32714

FLORIDA 32714 (Current mailing address) 8. (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) Name: ROGER MC CRACKEN

Office Address: 618 RENAISSANCE POINTE - SUITE 3-104

ALTAMONTE SPRINGS, Florida 32714

(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.

12. Names and business addresses of officers and/or directors: A. DIRECTORS Chairman: ROGER L. MC CRAUCE > REHAISSANCE POINTE-SUITE 3-104 ALTAMONTE SPRINGS, FLORIDA 32714 Vice Chairman: Address: Director: ROGERL, MCGRACKEN Address: 618 RENAISSANCE POINTE-SUITE 3-104 ALTAMONE SPRINGS, FLORIDA 3274 Director: Address: **B. OFFICERS** President: ROGER L. MC GRACKEN 618 REHALLIANCE POINTE-SUITE ALTAMONTE SPRINGS, FLORIDA Vice President: Address: Secretary: ROGERL, MCCRACKEN RENAISIANCE POINTE - SUITE 3-109 SPRWGS, FLORIDA 32714 Treasurer: 120 (HTT RENAISSANCE POLICE - SUITE 3-104 ALTA MONTE SPRINGS, FLORIDA NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) (Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MADISON'S STEAKS.COM, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MAY, A.D. 2000.

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Edward J. Freel, Secretary of State

AUTHENTICATION:

0410323

DATE:

05-01-00

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