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Zapor & Klassen, LLC

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May 10, 2000

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-05/15/00--01163--008
*****70.00 *****70.00

Re: Eichler & Associates, Inc.

Dear Sir/Madam:

Enclosed is an "Application by Foreign Corporation for Authorization to Transact Business in Florida" for the above-referenced foreign corporation. Also enclosed is a Certificate of Existence issued by the State of Maryland and a check in the amount of \$70.00 to cover the filing fee. Please register the above-referenced corporation to transact business in Florida.

Please return the letter of acknowledgment and all other correspondence to the undersigned at the address set forth on this letterhead. If you should have any questions, please do not hesitate to call me at 301-258-9234.

Thank you for your assistance in this matter.

Sincerely,


Kathryn H. Klassen

FILED
00 MAY 15 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	
Availability	
Document Examiner	DCC
Enclosures	
Updater	
Updater Verifier	
Acknowledgement	DCC
W. P. Verifier	DCC

F00000002874

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

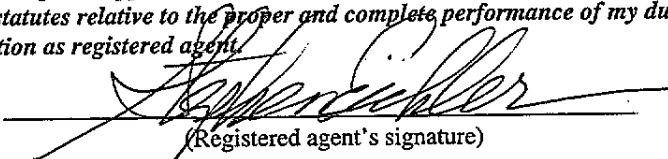
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Eichler & Associates, 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.)
2. Maryland 3. 52-1844202
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/04/93 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 5/15/00
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 108 Chasewood Circle
Palm Beach Gardens, Florida 33418
(Current mailing address)
8. Management consulting services
(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: Stephen Eichler
Office Address: 108 Chasewood Circle
Palm Beach Gardens, Florida, 33418
(Zip code)

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TALLAHASSEE, FLORIDA

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.

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: Stephen Eichler

Address: 108 Chasewood Circle

Palm Beach Gardens, Florida 33418

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Stephen Eichler

Address: 108 Chasewood Circle

Palm Beach Gardens, Florida 33418

Vice President: _____

Address: _____

Secretary: Anita Eichler

Address: 108 Chasewood Circle

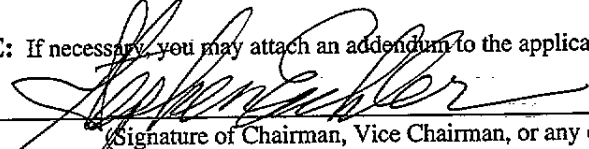
Palm Beach Gardens, Florida 33418

Treasurer: Stephen Eichler

Address: 108 Chasewood Circle

Palm Beach Gardens, Florida 33418

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. Stephen Eichler, President

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

FILED
00 MAY 15 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT EICHLER & ASSOCIATES, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MAY 05, 2000.

Paul B. Anderson

Paul B. Anderson
Charter Division

FILED
00 MAY 15 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

