To: Registration Section

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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. OWER CODERS, 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. DELAWARE

(State or country under the law of which it is incorporated)

4. S-27-7000

(Date of incorporation)

5. CRPETUAL

(Duration: Year corp. will cease to exist or "perpetual") 5-22-2000 (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. 1460 S. Mc CALLRD, SO172 4-G, ENGLEWOOD, FL 34223

(Principal office address)

b. 1460 S. Mc CALLRD, SUITE 4-G, ENGLEWOOD, FL 34223

(Current mailing address) 8. TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) ORGANIZED. 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) Office Address: 1460 S. McCALL (27 So 172 4-6)

ENGLEWOOD , Florida 34223
(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.

(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 business addresses of officers and/or directors:
A. DIRECTORS
Chairman: COBERT ZALE
Address: 1460 GULF BLUD #7
ENGLEWOOD FL 34223
Vice Chairman:
Address:
Director:
Address:
Director:
Address:
77 S 00
B. OFFICERS
President: COSET CALE
Address: 1960 GULF (SLYD T)
ZNGLEWOOD, FL 34225
Vice President: Cobert Zal
Address:
Secretary: VIVIAN ZALE
Address: 1460 GOLF BLUD #7
ENGLEWOOD FL 34223
Treasurer: Cosec Zale
Address:
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)
14. COBERT ZALE, CRESIDENT

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

State of Delaware Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POWERCODERS, INC." 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 TWENTY-EIGHTH DAY OF JUNE, A.D. 2000.



Edward J. Freel, Secretary of State

3232082 8300

AUTHENTICATION:

0528504

001329952

DATE:

06-28-00