

F0000000004435

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Starpower, Incorporated
(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.

Please return all correspondence concerning this matter to the following:

Mark A. Baroness, Esq.

(Name of Person)

Sandground Baroness West e New, P.C.

(Firm/Company)

8000 Towers Crescent Drive #600

(Address)

Vienna, VA 22182

(City/State/Zip)

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*****78.75 *****78.75

Should you need to call someone concerning this matter, please call:

Mark A. Baroness

(Name of Person)

at (703) 761-4200

(Area Code & Daytime Telephone Number)

W-18149

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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FILED
TALLAHASSEE, FL
DIVISION OF CORPORATIONS

8/7



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 20, 2000

MARK A BARONDESS
8000 TOWERS CRESCENT DRIVE., #600
VIENNA, VA 22182

SUBJECT: STARPOWER, INC.
Ref. Number: W00000018149

We have received your document for STARPOWER, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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.

Michael Mays
Document Specialist

Letter Number: 200A00039817

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

I, the undersigned Mark A. Baroncless, do hereby certify
(Name)

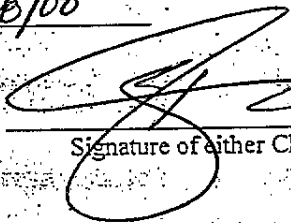
that this Resolution of the Board of Directors of _____
Starpower Incorporated
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Maryland,
was duly adopted on July 28, 2000.

Be it resolved, that Starpower Incorporated
(Corporate Name)

organized and existing in the State of Maryland, hereby adopts the name
Starpower National Talent Competition, Incorporated for use in Florida.

Dated: 7/20/00



Asst. Secretary

Signature of either Chairman, Vice Chairman or any officer

Mark A. Baroncless

Type or print Name

**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. Starpower, Incorporated
(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. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/31/88 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 7/2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2170 Old Washington Rd #107
Waldorf, MD 20801
(Current mailing address)

8. All lawful purposes
(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: Grace Wakefield

Office Address: 6851 Fairway Lakes Dr.
Boynton Beach, FL, Florida, 33437
(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.

Grace Wakefield
(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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Gary Pate
Address: 2170 Old Washington Road
Suite 107 Waldorf, MD 20801

Vice Chairman: Grace Wakefield
Address: 2170 Old Washington Road
Suite 107 Waldorf, MD 20801

Director: _____
Address: _____

Director: _____
Address: _____

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

President: Gary Pate
Address: 2170 Old Washington Road
Suite 107 Waldorf, MD 20801

Vice President: Grace Wakefield
Address: 2170 Old Washington Road
Suite 107 Waldorf, MD 20801

Secretary: Grace Wakefield
Address: 2170 Old Washington Road
Suite 107 Waldorf, MD 20801

Treasurer: Grace Wakefield
Address: 2170 Old Washington Rd 20801

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SECRETARY'S OFFICE
TALCUMVILLE, MD

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Grace Wakefield
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Grace Wakefield - VP/Sec/Treasurer
(Typed or printed name and capacity of person signing application)

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 STARPOWER, INCORPORATED 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 JUNE 21, 2000.



Paul B. Anderson
Charter Division

