August 9, 2000

E-mail: inc_info@delbusinc.com

Internet: http://www.delbusinc.com or: http://www.e-incorporate.com

Florida Secretary of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

RE: FAD HOLDINGS, INC.

File #: 10871

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forwarding, private Delaware phone

number, fax & answering service)

Dear Secretary of State:

Please find enclosed the following documents:

- 1) Application to register a foreign corporation
- 2) Filing Fee payment, and
- 3) State of Delaware original document.

Please return the authorization certificate or any other documents to:

Delaware Business Incorporators, Inc. 3422 Old Capitol Trail, Suite 700 Wilmington, DE 19808-6192

Thank you for your prompt response to our request.

Sincerely,

Lori M. Whitlock

Enclosure

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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.

AWARE			3	65-098295	57	
r country	under the law of which it is i	ncorporate	d)	(FEI number	, if applicable)	
NUARY 6	, 2000	5		PETUAL		
(Date	of incorporation)		(Duration:	Year corp. will cease	to exist or "perpet	ual")
	ORIZATION FROM FLO					
(Date first	transacted business in Florida	a.) (SEE SI	ECTIONS 60	7.1501, 607.1502 and	817.155, F.S.)	
737 МАТН	ESON AVE.					
	ROVE, FL 33133				-	1 0
	·	ent mailing	r address)			- F. F.
	(Curi	.ciic illaiimi	g address)			E. C.
T	UESTING					705
/ ^ ^	15 44 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7					
(Purposeds	of corporation authorized in	n home stat	te or country	to be carried out in stat	e of Florida)	
(Purpose(s	s) of corporation authorized in					SP ST
(Purpose(s	of corporation authorized in eet address of Florida reg					able)
(Purpose(s	eet address of Florida res	gistered a				THILLAHASSEE FLORIO
(Purpose(s ame and stree Name:	et address of Florida reg	gistered a				table) LORIO A
(Purpose(s	eet address of Florida res	gistered a				table) LORIOA
(Purpose(s me and stre Name:	eet address of Florida reg FREDERICK A. DRU 3737 MATHESON AVE.	gistered a	gent: (P.O.	Box or Mail Drop E		table) LORIOA
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Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of

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

which it is incorporated.

Vice Chairman: Address: Director: FREDERICK A. DRUMMOND Address: 3737 MATRESON AVE. COCONUT GROVE, FL 33133 Director: Address: B. OFFICERS (Street address only - P.O. Box NOT acceptable) President: FREDERICK A. DRUMMOND Address: 3737 MATRESON ARE. (O'Drut GROVE, FL 33133 Vice President: Address: Secretary: Kew BRACKET Address: CORAL GROVE, FL 33133 Treasurer: Address: NOTE: If necessary, you may attach an addergitum to the application listing additional officers and/or directors. I. M. BRACKET (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) END BRACKET TEXT OF THE ADDRESS OF THE	A. DIRE	CTORS (Street address only - P.O. Box NOT acceptable)	
Vice Chairman: Address: Director: FREDERICK A. DRUMMOND Address: 3737 MATHESON AVE. COCONUT GROVE, FL 33133 Director: Address: B. OFFICERS (Street address only - P.O. Box NOT acceptable) President: FREDERICK A. DRUMMOND Address: 3737 MATHEON AVE. COCONUT GROVE, FL 33133 Vice President: Address: COCONUT GROVE, FL 33133 Vice President: Address: COCONUT GROVE, FL 33133 Vice President: Address: COCONUT GROVE, FL 33133 Treasurer: Address: COCONUT GROVE, FL 33133 Treasurer: Address: COCONUT GROVE, FL 33133 Treasurer: COCONUT GROVE, FL 33133 Treasure	Chairman:		
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Address: 3737 MATHESON AVE. COCONUT GROVE, FL 33133 Director: Address: B. OFFICERS (Street address only - P.O. Box NOT acceptable) President: FREDERICK A. DRUMMOND Address: Growut GROVE, FL 33133 Vice President: Address: Secretary: KEN BRACKET Address: CORAL CABLES, FL 33/33 Treasurer: Address: NOTE: If necessary, you may attach an adderdum to the application listing additional officers and/or directors. 13. KEN BRACKET SECRETARY NOTE: If necessary, you may attach an adderdum to the application listing additional officers and/or directors. 14. SERVICES: SECRETARY	Address:		
Address: COCONUT GROVE, FL 33133 Director: Address: B. OFFICERS (Street address only -P.O. Box NOT acceptable) President: FREDERICK A. DRUMMOND Address: Grownt Grove, FL 33133 Vice President: Address: Secretary: KEN BRACKET Address: CORM GROVE, FL 33133 Treasurer: 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) KEN BRACKET SECRETARY	Director:		
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President: FREDERICK A. DRUMMOND Address: 3737 MATHEON AVE. Growut Grove, FL 33133 Vice President: Address: Secretary: Ken Bracket A. Dr Z. GRAL GABLES, FL 33133 Treasurer: Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. 13. Ken Bracket T. Secretary: Secretary: Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) EN BRACKET Secretary: Sec	Address:		
Address: Secretary: KEW BRACKET Address: Address:			THE T
Vice President: Address: Secretary: KEN BRACKET Address: I EDGE WATER DR. Apr 2 ORAL CABLES, FL 33/33 Treasurer: Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. 13. Ken Bulled (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) EN BRACKET SECRETARY			
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Secretary: KEW BRACKET Address: LOSEWATER Dk. Apr 2 ORAL CABLES, FL 33/33 Treasurer: Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. 13. Key Bracket St. Secretary: Secretary: Lose Secretary St. Secretary St. Secretary: Secretary Secretary:		Gronut GROVE, FL 33133	F. 5.
Secretary: KEW BRACKET Address: LOSEWATER DR. Apr 2 ORAL CABLES, FL 33/33 Treasurer: Address:	Vice Pres	ident:	一
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(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) SECRETARY	NOTE:	If necessary, you may attach an addendum to the application listing additional officers and/or directors.	
LEN BRACKETT SECRETARY	13	(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)	
TO MARKET OF THE OFFICE AND LANGUAGE AND ARREST METALLIC CONTINUES.	14	KEN ROBYETT SECRETARY	

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "FAD HOLDINGS, 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 NINTH DAY_OF AUGUST, A.D.

OO AUG IL PM 1:51
SECRETARY SEE FLORIDA

A CONTRACTOR OF THE CONTRACTOR

Edward J. Freel, Secretary of State

0609381

AUTHENTICATION:

08-09-00

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DATE: