

F000000005896

August 3, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Foreign incorporation of BrandXtreme, Inc.

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-08/07/00--01119--008
*****96.25 *****96.25

Dear Sir or Madam:

Please find enclosed my Application for the Registration of a Foreign Corporate Name for my newly-formed Nevada corporation, BrandXtreme, Inc. In addition, I have enclosed a certificate of existence from the State of Nevada, certifying that my corporation is in good standing in that state. I have also enclosed my check for \$96.25 (which includes the cost of one certified copy). Please send my copy and my acknowledgement to:

Wanda Smith, President/Secretary
BrandXtreme, Inc.
3040 Gulf Breeze Parkway
Gulf Breeze, FL 32561
(850) 934-0100

Thank you for your assistance in this matter.

Very truly yours,

Wanda Smith

Wanda Smith

Name	
Availability	
Document Examiner	DCC
Date of	
W. P. Verifier	C
Act/no	DCC
Enclosure	
W. P. Verifier	DCC

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TALLAHASSEE, FLORIDA

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August 3, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Foreign incorporation of BrandXtreme, Inc.

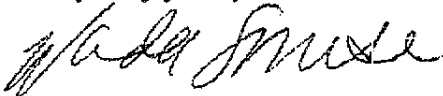
Dear Sir or Madam:

Please find enclosed my Application for the Registration of a Foreign Corporate Name for my newly-formed Nevada corporation, BrandXtreme, Inc. In addition, I have enclosed a certificate of existence from the State of Nevada, certifying that my corporation is in good standing in that state. I have also enclosed my check for \$96.25 (which includes the cost of one certified copy). Please send my copy and my acknowledgement to:

Wanda Smith, President/Secretary
BrandXtreme, Inc.
3040 Gulf Breeze Parkway
Gulf Breeze, FL 32561
(850) 934-0100

Thank you for your assistance in this matter.

Very truly yours,



Wanda Smith

/wms
Enclosure

October 10, 2000

Please disregard my Application for the Registration of a Foreign Corporate Name in that I completed this form in error. Instead, please utilize my previous check.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 15, 2000

WANDA SMITH
BRANDXTREME, INC.
3040 GULF BREEZE PARKWAY
GULF BREEZE, FL 32561

SUBJECT: BRANDXTREME, INC.
Ref. Number: W00000020032

We have received your document for BRANDXTREME, INC. and your check(s) totaling \$96.25. However, the document has not been filed and is being retained in this office for the following:

Sections 607.0403(2)(b), 617.0403(2)(b), and 608.4062.(2)(b), Florida Statutes, require all foreign corporations filing a name registration to submit a certificate stating the entities is in good standing under the laws of the state or territory where it is organized. The certificate should be executed by the Secretary of State of such state or territory or by such other official as may have custody of the records pertaining to. It must be dated within the last 90 days.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 200A00043752

*Wants to qualify
sending new
application*

**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. Brand Xtreme, 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. Nevada 3. 59 3657 244
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 27, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 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. 3040 Gulf Breeze Pkwy, Gulf Breeze FL
(Principal office address) 32561
Same as above
(Current mailing address)

8. profit corporation
(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: Wanda Smith
Office Address: 3040 Gulf Breeze Pkwy
Gulf Breeze, Florida 32561
(City) (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.

Wanda Smith
(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: Wanda Smith

Address: 3040 Gulf Breeze Pkwy
Gulf Breeze, FL 32561

Vice Chairman: David "Mel" Smith

Address: 3040 Gulf Breeze Pkwy
Gulf Breeze, FL 32561

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Wanda Smith

Address: 3040 Gulf Breeze Pkwy
Gulf Breeze, FL 32561

Vice President: David "Mel" Smith

Address: 3040 Gulf Breeze Pkwy
Gulf Breeze, FL 32561

Secretary: Wanda Smith

Address: (address above)

Treasurer: Mel Smith

Address: (address above)

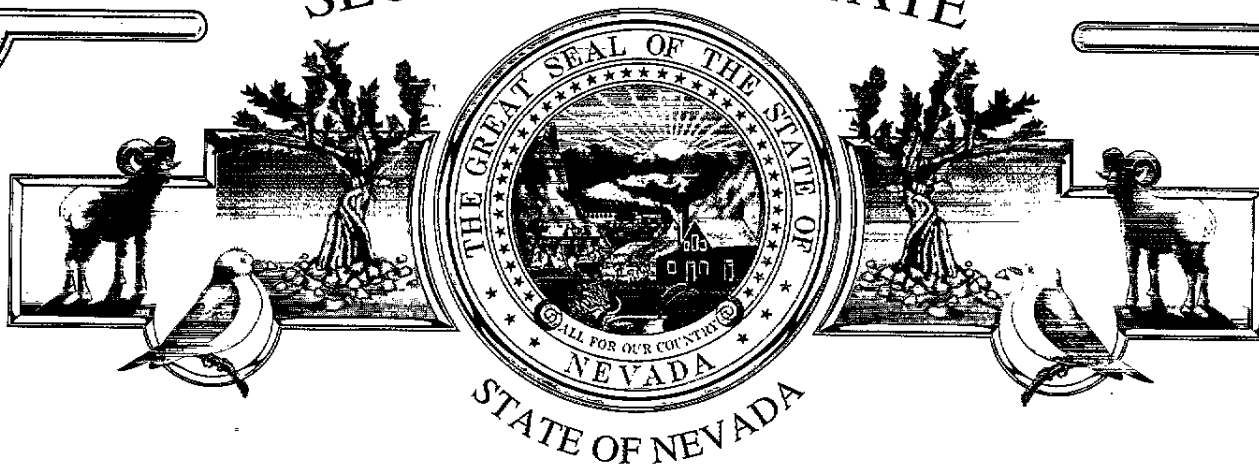
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

14. Wanda Smith, President
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes, which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **BRANDXTREME, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since July 27, 2000, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on October 3, 2000.



Dean Heller

Secretary of State

By

Joann Dixon

Certification Clerk

FILED

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SECRETARY OF STATE
CLERK
CARSON CITY, NEVADA