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ACCOUNT NO. : 072100000032

REFERENCE : 872242 5011226

AUTHORIZATION : *Patricia Piguet*

COST LIMIT : \$ 78.75

FILED
00 OCT 24 PM 2:06
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : October 23, 2000

ORDER TIME : 10:13 AM

ORDER NO. : 872242-010

CUSTOMER NO: 5011226

CUSTOMER: Ms. Carrie L. Ramos
Gray Harris & Robinson
Suite 1400
301 East Pine Street
Orlando, FL 32802-3068

3000003436583-10

FOREIGN FILINGS

NAME: XYTRANS, INC. *Q*

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXT 1133

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DEPARTMENT OF STATE
DIVISION OF REGISTRATIONS
00 OCT 24 AM 10:40
NOT PREPARED
TO ALL QUALITY
SUFFICIENCY OF FILING

mk 10/24/00

**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.

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1. Xytrans, 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 3. 59-3675591
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 8-13-00 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. 12565 Research Parkway, Suite 300, Orlando, FL 32826
(Principal office address)
same
(Current mailing address)
8. any and all purposes authorized by F.S. Chapter 607
(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: Richard Q. Fox

Office Address: 12565 Research Parkway, Suite 300
Orlando, Florida 32826
(City) (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.

Richard Q. Fox

(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Richard Q. Fox

Address: 12565 Research Parkway, Suite 300
Orlando, FL 32826

Vice President: _____

Address: _____

Secretary: Richard Q. Fox

Address: 12565 Research Parkway, Suite 300, Orlando, FL 32826

Treasurer: Richard Q. Fox

Address: 12565 Research Parkway, Suite 300, Orlando, FL 32826

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

13. Richard Q. Fox
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard Q. Fox
(Typed or printed name and capacity of person signing application)

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "XYTRANS, 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-THIRD DAY OF OCTOBER 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

3281621 8300

AUTHENTICATION: 0748624

001531871

DATE: 10-23-00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA