

REFERENCE :

866661

4368836

AUTHORIZATION

COST LIMIT :

\$ 70.00

ORDER DATE: October 17, 2000

ORDER TIME : 11:20 AM

ORDER NO. : 866661-005

CUSTOMER NO: 4368836

CUSTOMER:

Raymond N. Mccabe, Esq

Saperston & Day, Pc

1100 M&t Center

Three Fountain Plaza Buffalo, NY 142031486

FOREIGN FILINGS

NAME:

BENTEL CORPORATION

XXXX QUALIFICATION

(TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON:

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RECEIVED

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

ctober 20, 2000

JANNA WILSON CSC TALLAHASSEE, FL

SUBJECT: BENTEL CORPORATION

Ref. Number: W00000025428

RESUBINITION OF THE TALLED OF THE PLOTTING OF STATE OF SUbmission date as file date. FLOTTING SUbmission date as file date.

We have received your document for BENTEL CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 800A00055124

KECKIVED



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 27, 2000

JANNA WILSON CSC TALLAHASSEE, FL

SUBJECT: BENTEL CORPORATION

Ref. Number: W00000025428



We have received your document for BENTEL CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

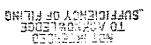
We are sorry to have to return your document a second time, but the name -- CYRCO, INC. -- is also NOT AVAILABLE. Please choose another ALTERNATE NAME.

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) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 800A00056245



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RESOLUTION OF BOARD OF DIRECTORS OF

BENTEL CORPORATION

I, the undersigned, Benny Cyr, do hereby certify that this Resolution of the Board of Directors of Bentel Corporation, a corporation duly organized and existing under the laws of the State of New York, was duly adopted on October 23, 2000.

BE IT RESOLVED that Bentel Corporation, organized and existing in the State of New WHITBY CORPORATION

York, hereby adopts the name for use in the State of Florida.

Dated: October 23, 2000

Benny Cyr, Chairman

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.	BENTEL	CORPORATION		PE a n	
(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. New York (State or country under the law of which it is incorporated) (FEI number, if applicable)					
2.	New Yor		_	98-0230311	
	(State or count	ry under the law of which it is incorporated)	(FEI number, if applicable)	
4.	August	17, 2000	5.	Perpetual	
	(Dai	te of incorporation)		(Duration: Year corp. will cease to exist or "perpetual")	
6.	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. 107 Vancouver Street, Oshawa, Ontario, Canada L15 5X5 (Principal office address)				ario, Canada Ll5 5X5	
					107 Vancouver Street, Oshawa, Ontario, Canada Ll5 5X5
	(Current mailing address)				
8. To engage in any lawful business activity.				activity.	
(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:	Corporation Service Company			
Office Address: 1201 Hays Street					
		Tallahassee		, Florida 32301	
(City)		(Zip code)			
10. Registered agent's acceptance: Having hear named as registered agent and to accept service of process for the above stated corporation at the place.					

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.

Comporation Service Company

Configuration Service Company

(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 SEE ATTACHED SHEET Chairman: _____ Vice Chairman: Address: Address: B. OFFICERS SEE ATTACHED SHEET President: Address: _ Vice President: Address: Secretary: 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. Benny Cyr, President

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

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman:

Benny Cyr

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

Vice Chairman:

None

Address:

N/A

Director:

Judith Cyr

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

Director:

Craig Cyr

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

Director:

Todd Cyr

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

Director:

Lesley-Ann Cyr

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

Director:

John Stanfield

Address:

Oshawa, Ontario, Canada L15 5X5

B. OFFICERS

President:

Benny Cyr

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

Vice President:

Todd Cyr

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

Vice President

Craig Cyr

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

Secretary:

Lesley-Ann Cyr

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

Treasurer:

John Stanfield

Address:

107 Vancouver Street

Oshawa, Ontario, Canada L15 5X5

State of New York State Department of State

I hereby certify, that the Certificate of Incorporation of BENTEL CORPORATION was filed on 08/17/2000, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal of the Department of State at the City of Albany, this 17th day of October two thousand.

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