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December 1, 2000

F0100000000673

By FedEx

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300003485259--1
-02/05/01--01092--002
***1150.00 ***1150.00

Re: NanobacLabs, Inc. ("NanobacLabs")

300003485259--1
-12/04/00--01124--011
****160.00 ****160.00

Dear Sir:

Enclosed, for this Nevada corporation, are the following:

1. Application by foreign corporation for authorization to transact business in Florida;
2. Certificate of good standing from Nevada, issued on October 31, 2000;
3. Certificate of designation of registered agent; and
4. Check in the amount of \$160 to cover filing fees.

If everything is in order, please (i) process and file the application on an expedited basis and (ii) return a file-stamped copy of all filed documents together with the appropriate certificate confirming the granting of authority to transact business, by FedEx (Account No. 188457436).

Please call with any questions.

Very truly yours,


C. Thomas Burton, Jr.

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01 FEB -5 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CTB/cth

Enclosures (4)

cc: Mr. Richard W. Baker (by Fax w/o encl.)

SL



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 14, 2000

C. THOMAS BURTON, JR.
BURTON BARTLETT & GLOGOVAC
50 WEST LIBERTY ST SUITE 650
RENO, NV 89501

SUBJECT: NANOBACLABS, INC.
Ref. Number: W00000029170

We have received your document for NANOBACLABS, INC. and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 700A00062681

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01 FEB -5 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 29, 2000

NANOBACLABS, INC.
BURTON BARTLETT & GLOGOVAC
50 WEST LIBERTY ST SUITE 650
RENO, NV 89501

We have received your document for NANOBACLABS, INC. and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1150.00.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 500A00064916

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Nanobac labs, 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

(State or country under the law of which it is incorporated)

3. 88-0435774

(FEI number, if applicable)

4. September 2, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. October 1, 1999

(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. a. 6990 Lake Ellenor Drive, Orlando, FL 32809

(Principal office address)

b. ~~Same as above~~ 50 W Liberty St Ste 650 Reno NV 89501

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under NV law.
(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: CT Corporation System

Office Address: 1200 South Pine Island Rd

Plantation

, Florida 33324

(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.

see attached

(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Director:

~~Chairman:~~

Roy M. Speer

Address:

2535 Success Drive

Odessa, FL 33556

Director:

~~Vice Chairman:~~

Richard W. Baker

Address:

2535 Success Drive

Odessa, FL 33556

Director:

Address:

Director:

Address:

B. OFFICERS

President:

Roy M. Speer

Address:

2535 Success Drive

Odessa, FL 33556

Vice President:

Address:

Secretary/Treasurer: Richard W. Baker

Address:

2535 Success Drive

Odessa, FL 33556

Assistant Secretary:

~~Treasurer:~~

C. Thomas Burton, Jr.

Address:

50 W. Liberty St, Ste 650

Reno NV 89501-1946

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

13.

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

14.

C. Thomas Burton, Jr., Assistant Secretary

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.1503, Florida statutes, the undersigned corporation submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the corporation is:

NanobacLabs, Inc.

2. The name and the Florida street address of the registered agent and office are: - - -

CT Corporation System
1200 S. Pine Island Road
Plantation, FL 33324

Having been named as registered agent and to accept service of process for the above stated ^{corporation} ~~limited liability company~~ at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607, F.S.

CT Corporation System

By: _____

Name: F. Martin

Title: Assistant Secretary

Date: December 1, 2000

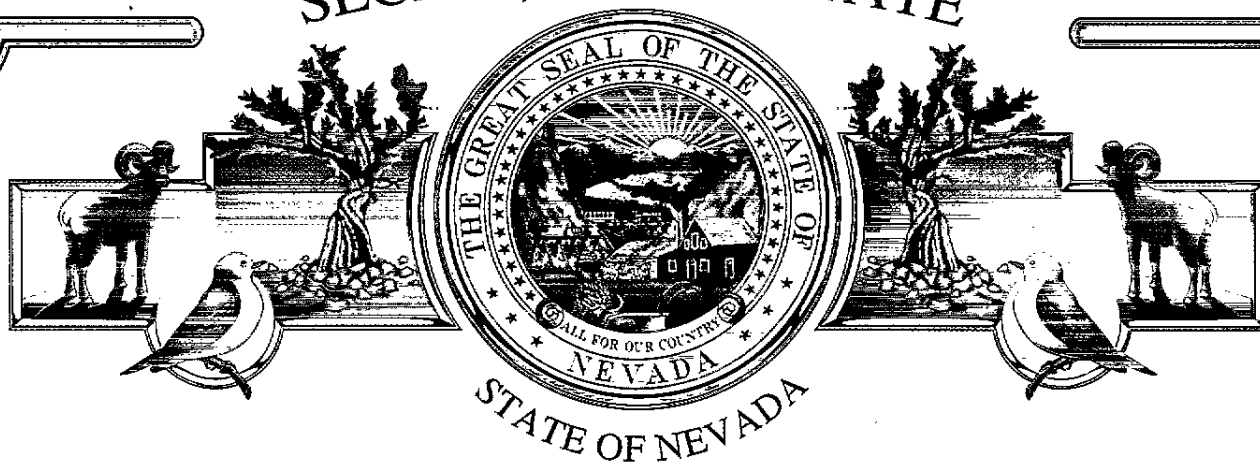
(Walnut Creek)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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 **NANOBACLABS, 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 September 2, 1999, 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 31, 2000.

Secretary of State

By

Certification Clerk

