

F01000001328

Novus Holding Corp.

TO: Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

February 14, 2001

Via Federal Express

SUBJECT: TRANSGLOBAL GROUP, LTD.

700003799247--9
-03/06/01--01015--004
*****78.75 *****78.75

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Amanda Vaughan
c/o Novus Holding Corp.
620 NW 35th Street
Boca Raton, FL 33431

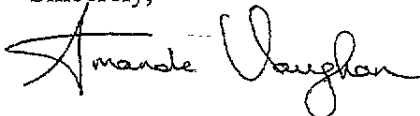
F-1-1328

Should you need to call someone concerning this matter, please call:

Amanda Vaughan at (561) 620-5500.

Thank you for your assistance,

Sincerely,



Amanda Vaughan

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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enclosure

222 Phipps Plaza
Palm Beach, FL 33480

Tel: (561) 366-8365
Fax: (561) 366-8366

**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. Name of Corporation: **TRANSGLOBAL GROUP LTD. Corp.**

The name under which it shall conduct business in Florida is: **TRANSGLOBAL GROUP LTD. CORP.**

2. It is incorporated under the laws of the State of Delaware.
3. The date of its incorporation is November 29, 1993.
4. Its EIN number is: 11-3190953
5. Duration: Perpetual
6. Since the date of its incorporation, the corporation has not engaged in any activity in Florida.
7. Current Mailing Address: _____

620 NW 35th Street
Boca Raton, FL 33431
Tel: 561 620-5500 Fax: 561 620-5501

8. The purpose of the corporation shall be to engage in any and all lawful acts pursuant to the Florida Business Corporation Act.

9. **Name and address of Florida Registered Agent:**

Robert W. Fessler
620 NW 35th Street
Boca Raton, FL 33431

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.



Robert W. Fessler

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TALLAHASSEE FLORIDA

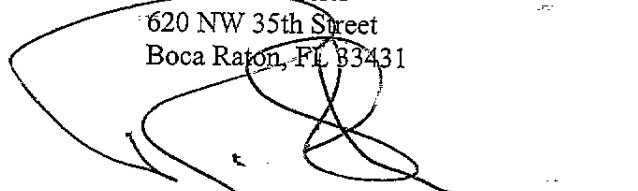
11. Attached is a certificate of good standing duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in Delaware.
12. Names and addresses of officers and directors.

A. DIRECTORS

Director: Robert G. Fessler
620 NW 35th Street
Boca Raton, FL 33431

B. OFFICERS

President: Robert G. Fessler
620 NW 35th Street
Boca Raton, FL 33431


Robert G. Fessler, as President, Transglobal Group Ltd., Corp.

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TALLAHASSEE FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRANSGLOBAL GROUP, LTD." 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 FOURTEENTH DAY OF FEBRUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 0972586

010074181

DATE: 02-14-01