

FD 000000 1625

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Brain Power International Inc.  
(Name of corporation - must include suffix)

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:

Michael Chad Andrew  
(Name of Person)

Brain Power Int'l Inc.  
(Firm/Company)

1924 Haigler Baucom Rd.  
(Address)

Monroe, NC 28110  
(City/State and Zip code)

For further information concerning this matter, please call:

Chad Andrew at (704) 753-3310  
(Name of Person) (Area Code & Daytime Telephone Number)

100003819971--6  
-03/09/01--01027--004  
\*\*\*\*\*89.50 \*\*\*\*\*87.50

W01-5607

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED  
01 MAR 26 12:42  
TALLAHASSEE, FL  
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 13, 2001

MICHAEL C. ANDREW  
1924 HAIGLER BAUCOM RD.  
MONROE, NC 28110

SUBJECT: BRAIN POWER INTERNATIONAL INC  
Ref. Number: W01000005607

We have received your document for BRAIN POWER INTERNATIONAL INC and your check(s) totaling \$89.50 of which \$87.50 has been applied to file the other document(s)-leaving a balance of \$2.00 to file this document. However, the document has not been filed and is being retained in this office 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) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 101A00015195

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01 MAR 26 11:12:42  
RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Michael C. Andrew (MCA) do hereby certify  
(Name)

that this Resolution of the Board of Directors of Brain Power International  
Inc.  
(Corporate Name)

a corporation duly organized and existing under the laws of the State of North Carolina

was duly adopted on the 11th Day of May, 2000

Be it resolved, that Brain Power International Inc.  
(Corporate Name)

organized and existing in the State of North Carolina, hereby adopts the name

Mind Link Inc. for use in Florida.

Dated: 3-22-2001

(Signature)  
Signature of either Chairman, Vice Chairman or any officer

Michael C. Andrew  
Type or print name

Make checks payable to Florida Department of State and mail to:  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**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. Brain Power International 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. North Carolina 3. 56-2186561  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5-11-2000 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. 1924 Haigler Baucom Rd - MONROE, NC  
(Principal office address)  
1924 Haigler Baucom Rd MONROE, NC  
(Current mailing address)
8. Market Software & Computers  
(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: Robert Wall  
Office Address: 5614 Temple Rd.  
Jacksonville, Florida 32207-7866  
(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.*

Robert Wall  
(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.

01 MAR 26 AM 12:42  
FILED  
RECEIVED  
ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED  
DATE 01-11-2001 BY 60322 UCBAW

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

A. DIRECTORS

Chairman: Michael C. Andrew

Address: 1924 Haigler Baucom Rd  
Monroe, NC 28110

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Michael C. Andrew

Address: 1924 Haigler Baucom Rd  
Monroe, NC 28110

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

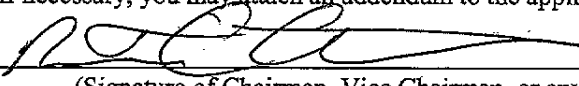
Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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. Michael C. Andrew  
(Typed or printed name and capacity of person signing application)

FILED  
01 MAR 26 11:42  
SEAL  
TALLAHASSEE, FLA.



# NORTH CAROLINA

## Department of The Secretary of State

### CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

#### **BRAIN POWER INTERNATIONAL, INC**

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 11th day of May, 2000, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto  
set my hand and affixed my official seal at the  
City of Raleigh, this 28th day of February, 2001.

*Elaine F. Marshall*  
Secretary of State