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FOREIGN PROFIT QUALIFICATION

INVERSION MANAGEMENT CORPORATION

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Katherine Harris
Secretary of State

March 26, 2001

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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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. Innersion Management Corporation
(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 (State or country under the law of which it is incorporated)
3. Applied for (FEI number, if applicable)

4. 3/14/01 (Date of incorporation)
5. Perpetual (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. 2125 Tanglewood Way NE, St. Petersburg, FL 33702 (Principal office address)
same (Current mailing address)

8. corporate administration
(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: Sack Frost

Office Address: 2125 Tanglewood way NE
St. Petersburg, Florida 33702
(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.

[Handwritten signature of Sack Frost]
(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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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Jack Frost

Address: 2125 Tanglewood Way NE
St. Petersburg, FL 33702

Vice Chairman: Ruth Frost

Address: 2125 Tanglewood Way NE
St. Petersburg FL 33702

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: Jack Frost

Address: 2125 Tanglewood Way NE, St. Petersburg FL 33702

Vice President: Ruth Frost

Address: 2125 Tanglewood Way NE, St. Petersburg FL 33702

Secretary: Ruth Frost

Address: 2125 Tanglewood Way NE, St. Petersburg FL 33702

Treasurer: Jack Frost

Address: 2125 Tanglewood Way NE, St. Petersburg FL 33702

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. Jack Frost, Chairman
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INVERSION MANAGEMENT CORP" 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 MARCH, A.D. 2001.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
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