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Florida Department of State

Division of Corporations

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FOREIGN PROFIT QUALIFICATION

BLT Enterprises, Inc.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 4, 2001

NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.

SUBJECT: BLT ENTERPRISES, INC.
REF: W01000010123

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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FAX Aud. #: H01000050902
Letter Number: 801A00026523

**CONSENT TO ACTION
WITHOUT MEETING OF THE
BOARD OF DIRECTORS OF
BLT ENTERPRISES, INC.**

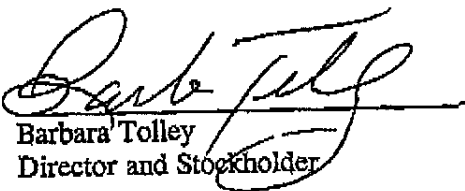
The undersigned, being the sole member of the Board of Directors of BLT Enterprises, Inc., a Delaware corporation (the "Corporation"), and pursuant to the terms of the General Corporation Law of Delaware does hereby consent to the adoption of the following Resolutions without a meeting of the Board of Directors and to the taking of any and all actions contemplated therein or thereby:

RESOLVED, that the Corporation, in compliance with Section 607.1503, Florida Statutes, approve and confirm that the Corporation file with the Florida Department of State an Application By Foreign Corporation For Authorization to Transact Business In Florida and adopt the following name in the State of Florida to register a foreign corporation to transact business in the State of Florida:

BLT Enterprises of Palm Beach, Inc.

FURTHER RESOLVED, that Barbara Tolley, the President of the Corporation be, and she hereby is, authorized, empowered and directed to do or cause to be done all such acts or things and to sign and deliver, or cause to be signed and delivered, all documents, instruments and certificates, in the name and on behalf of the Corporation, as she may deem necessary, advisable or appropriate to carry out the purposes and intent of the foregoing resolution.

WITNESS my hand and corporate seal of the Corporation this 8th day of May, 2001.


Barbara Tolley
Director and Stockholder

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TALLAHASSEE, FLORIDA

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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. BLT ENTERPRISES, 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. DELAWARE 3. APPLIED FOR
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. APRIL 27, 2001 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. APRIL 26, 2001
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 125 WORTH AVENUE, SUITE 302, PALM BEACH, FLORIDA 33480
(Principal office address)
125 WORTH AVENUE, SUITE 302, PALM BEACH, FLORIDA 33480
(Current mailing address)
8. TO ACT AS A GENERAL PARTNER TO A FLORIDA LIMITED PARTNERSHIP
(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: BARBARA TOLLEY
- Office Address: 125 WORTH AVENUE, SUITE 302
PALM BEACH, Florida, 33480
(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.


(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.

George E. Harding, Esquire (FL Bar No. 977985)
1645 Palm Beach Lakes Blvd., Suite 1200
West Palm Beach, FL 33401
Phone: (561) 686-3307

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12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: BARBARA TOLLEYAddress: 125 WORTH AVENUE, SUITE 302PALM BEACH, FL 33480

Vice Chairman:

Address:

Director:

Address:

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: BARBARA TOLLEYAddress: 125 WORTH AVENUE, SUITE 302PALM BEACH, FL 33480

Vice President:

Address:

Secretary: BARBARA TOLLEYAddress: 125 WORTH AVENUE, SUITE 302PALM BEACH, FL 33480Treasurer: BARBARA TOLLEYAddress: 125 WORTH AVENUE, SUITE 302PALM BEACH, FL 33480

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

13. *Barbara Tolley Pres.*

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

14. BARBARA TOLLEY, PRESIDENT

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

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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 "BLT ENTERPRISES, INC." 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 THIRD DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1113681

DATE: 05-03-01

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