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June 12, 2001

Attention: Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-06/18/01--01100--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Application by Foreign Corporation for Authorization to Transact  
Business in Florida for OOH-YA.COM, INC.

Dear Sir/Madam:

Enclosed please find the following documents with respect to registering the above-referenced foreign corporation for authorization to transact business in Florida:

1. Transmittal Letter;
2. Application by Foreign Corporation for Authorization to Transact Business in Florida; and
3. Check made payable to the Fla. Division of Corporations in the amount of \$70.00.

Please note that an original authenticated Certificate of Existence dated June 6, 2001 from the Delaware Secretary of State is attached to said application.

Please forward the Letter of Acknowledgment to my office after processing. any questions, please contact me.

Sincerely,



Timothy J. Conner  
Attorney

TJC:rg  
Enclosures

FILED  
01 JUN 18 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mtu  
6/21

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** OOH-YA.COM, 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:

Elizabeth P. Biglari

(Name of Person)

OOH-YA.COM, INC.

(Firm/Company)

123 Blair Drive

(Address)

Palm Coast, FL 32137

(City/State and Zip code)

For further information concerning this matter, please call:

Roger Christensen

(Name of Person)

at ( 386 ) 446-9762

(Area Code & Daytime Telephone Number)

**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:

- |   |  |   |   |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,<br>Certificate of Status &<br>Certified Copy |
|---|--|---|---|

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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. OOH-YA.COM, 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. 51-0390661  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 26, 1999 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. 123 Blair Dr., Palm Coast, Florida 32137  
(Principal office address)  
123 Blair Dr., Palm Coast, Florida 32137  
(Current mailing address)
8. All legal purposes  
(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: Roger Christensen  
Office Address: 123 Blair Drive  
Palm Coast, Florida 32137  
(City) (Zip code)

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**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.

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

A. DIRECTORS

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

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

Vice Chairman: Secretary: Dr. Georg Froehlich, Hübrichweg 25,

Address: 37539 Bad Grund, Germany

Director: Karim Biglari

Address: 61 Blare Castle Drive

Palm Coast, FL 32137

Director: Leonard Zazula TREASURER

Address: 320 E. Amberwood Dr Phoenix AZ 85048

B. OFFICERS

President: Karim Biglari

Address: 61 Blare Castle Dr

Palm Coast, FL - 32137

Vice President: E. Kaziak

Address: Lozhinskaya Str. 9, 220125 Minsk Belarus

Secretary: G. Froehlich

Address: Hübrichweg 25, 37539-Bad Grund, Germany

Treasurer: L. Zazula

Address: 3920 E. Amberwood Dr, Phoenix AZ - 85048

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

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

14. Karim Biglari

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OOH-YA.COM, 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 SIXTH DAY OF JUNE, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "OOH-YA.COM, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF MAY, A.D. 1999.

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

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01 JUN 18 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3048325 8300

AUTHENTICATION: 1175309

010259218

DATE: 06-06-01