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L. Diane Brown
(816) 474-6550 ext. 44029
ldbrown@shb.com

February 15, 2002

VIA FEDERAL EXPRESS

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

700004950557--4
-02/18/02--01091--023
*****78.75 *****78.75

Re: ISL Systems Inc.
Application for Authorization to Transact Business in Florida

Dear Sir or Madam:

The enclosed Application by Foreign Corporation for Authorization to Transact Business in Florida, Delaware Certificate of Good Standing, and the firm's check in the amount of \$78.75 are submitted to register the above-referenced foreign corporation to transact business in Florida.

Please send your letter of acknowledgment and a certified copy of the Application to me at the above address. A self-addressed postage paid envelope is enclosed for your convenience.

If you have questions or need additional information, please call me at (816) 474-6550 ext. 44029.

Very truly yours,

L. Diane Brown

L. Diane Brown
Paralegal

LDB

Enclosures

cc: Scott Claassen, Esq.
Tony Strait, Esq.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 18 PM 12:08

**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. ISL Systems 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. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 05/01/2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Registration
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3501 Vineland Road, Orlando, Florida 32811

(Current mailing address)

8. Any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

C T Corporation System

See attached

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 FEB 18 PM 12:08

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

Chairman: Christopher Lane

Address: LITTLE GREEN FARM GUILDEN MORDEN
ROYSTON HERTFORDSHIRE U.K. SS8 0L5

Vice Chairman: N/A

Address:

Director: Peter Wood

Address: 650 BARNLEY ROAD NEW MILLERDAM
NAKEFIELD YORKSHIRE U.K

Director: Jacques Hazan

Address: 1 AVENUE FREYBINET ST QUENTIN-EN-YVELINES
78 FRANCE.

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

President: Christopher Lane

Address: LITTLE GREEN FARM GUILDEN MORDEN
ROYSTON HERTFORDSHIRE U.K. SS8 0L5

Vice President:

Address:

Secretary: Peter Wood

Address: 650 BARNLEY ROAD NEW MILLERDAM
NAKEFIELD YORKSHIRE U.K

Treasurer: Christopher Lane

Address: LITTLE GREEN FARM GUILDEN MORDEN
ROYSTON HERTFORDSHIRE U.K. SS8 0L5

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

13. Christopher Lane

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

14. Christopher Lane, President

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

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DIVISION OF CORPORATIONS
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ACCEPTANCE OF APPOINTMENT

RE: **ISL Systems Inc.**

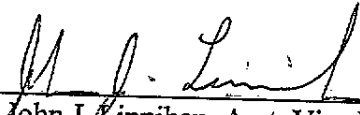
CT Corporation System
1200 S. Pine Island Rd.
Plantation, FL 33324

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: August 13, 2001

CT CORPORATION SYSTEM

By


John J. Linnihan, Asst. Vice President

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DIVISION OF CORPORATIONS
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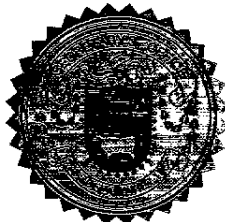
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ISL SYSTEMS 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 SEVENTH DAY OF FEBRUARY, A.D. 2002.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 18 PM 12:08



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1602832

DATE: 02-07-02