

F02000002498

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Group Geo. 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:

Vickie L. Kuhlmeier 500005506805--5
(Name of Person) -05/13/02-01082-007
***70.00 ***70.00

Group GEO, Inc

(Firm/Company)

5806-A Breckenridge Pkwy
(Address)

Tampa FL 33610
(City/State and Zip code)

For further information concerning this matter, please call:

Vickie Kuhlmeier at (813) 630-2744 X 101
(Name of Person) (Area Code & Daytime Telephone Number)

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STREET ADDRESS.

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

MAILING ADDRESS.

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

5/20/88

**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. Group Geo, 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. Nevada

(State or country under the law of which it is incorporated)

3. 88-0332057

(FEI number, if applicable)

4. 2/01/1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. March 1, 2002

(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. 5806-A Breckenridge Pkwy Tampa FL 33610

(Principal office address)

Same

(Current mailing address)

8. Telecommunications sales, installation, training

(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: Timothy H. Jones

Office Address: 5806 A Breckenridge Pkwy

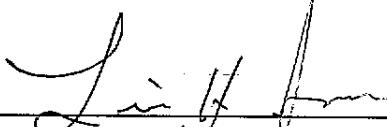
Tampa, Florida 33610
(City) (Zip code)

02 MAY 13 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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: _____

Address: _____

Director: George Woodruff

Address: 377 S. Nevada St

Carson City, NV 89703-4290

Director: _____

Address: _____

B. OFFICERS

President: Michele L. Woodruff

Address: 377 S. Nevada St.

Carson City, NV 89703-4290

Vice President: _____

Address: _____

Secretary: Ann M. Woodruff

Address: 377 S. Nevada St Carson City NV 89703-4290

Treasurer: Troy E. Woodruff

Address: 377 S. Nevada St Carson City NV 89703-4290

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

13. Ann M. Woodruff
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ann M. Woodruff, Secretary
(Typed or printed name and capacity of person signing application)

02 MAY 13 PM 2:01
F LED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE (including amendments)

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **GEO SYSTEMS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since February 1, 1995, and is in good standing in this state.

I FURTHER CERTIFY, that the above corporation has Articles of Incorporation and no amendments on file in this office as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on April 11, 2002.

A handwritten signature of Dean Heller.

DEAN HELLER
Secretary of State

By

Jacqueline Wray
Certification Clerk

