



F02000002721

FILED
02 MAY 25 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 591557 7231791
AUTHORIZATION : *Patricia Pizit*
COST LIMIT : \$ 70.00

ORDER DATE : May 22, 2002

ORDER TIME : 11:07 AM

ORDER NO. : 591557-005

CUSTOMER NO: 7231791

300005637843--0

CUSTOMER: Mr. Ronald .. Holbrook
Mr. Ron Holbrook
757 Se 17th Street
#346
Fort Lauderdale, FL 33316

BK

FOREIGN FILINGS

NAME: SHADOWGUARD INTERNATIONAL, INC

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar -- EXT# 1124

EXAMINER: _____

RECEIVED
02 MAY 29 PM 12:14
DIVISION OF CORPORATION

FILED
02 MAY 29 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 29, 2002

ANGIE GLISAR
CSC
TALLAHASSEE, FL

SUBJECT: SHADOWGUARD INTERNATIONAL, INC.
Ref. Number: W02000015501

FILED
02 MAY 29 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SHADOWGUARD INTERNATIONAL, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The Registered Agent in Item 9 could be an individual person. It could also be an entity -- other than SHADOWGUARD INTERNATIONAL, INC. -- that was registered with the Florida Division of Corporations. It cannot be the corporation itself or a fictitious name used by the corporation.

If Mr. Holbrook -- who has already signed the R.A. acceptance statement -- were contactable at a Florida street address, he -- as an individual -- could be the R.A.

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

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 402A00034573

RESUBMIT

Please give original
submission date as file date.

RECEIVED
02 MAY 31 AM 10:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

FILED
NOV 29 AM 11:27
TALLAHASSEE, FLORIDA
STATE

1. SHADOWGUARD INTERNATIONAL, 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

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

3.

(FEI number, if applicable)

4. November 21, 2000

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. 7741 NW 4th St. Pembroke Pines, Fl. 33024

(Principal office address)

757 SE 17th St. #346 Ft. Lauderdale, Fl 33316

(Current mailing address)

8. Security

(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: Ronald Holbrook

Office Address:

7741 NW 4th St.

Pembroke Pines

(City)

, Florida

33024

(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.

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

A. DIRECTORS

Chairman:

Rick Castillo

Address:

757 SE 17th St. #346
Ft. Lauderdale Fl. 33316

Vice Chairman:

Ron Holbrook

Address:

835 E. Lamar Rd
Arlington, Tx. 76011

Director:

Address:

Director:

Address:

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MAY 29 AM 11:27
02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President:

Rick Castillo

Address:

757 SE 17th St. #346
Ft. Lauderdale, Fl 33316

Vice President:

Ron Holbrook

Address:

835 E Lamar Rd
Arlington, Texas 76011

Secretary:

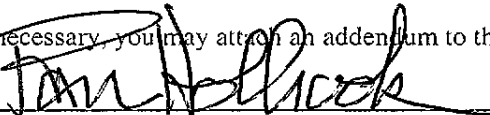
Address:

Treasurer:

Address:

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.

Ron Holbrook, Vice-Chairman, CFO

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

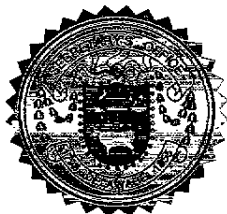
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SHADOWGUARD INTERNATIONAL 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 TWENTY-EIGHTH DAY OF MAY, A.D. 2002.

FILED
20 MAY 29 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3319640 8300

AUTHENTICATION: 1797518

020335494

DATE: 05-28-02