

F02000002952

BOND,
SCHOENECK
& KING, P.A.
Attorneys at Law

WILLIAM L. OWENS
voice mail ext. 144
owensw@bsk.com

June 3, 2002

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED
(ARTICLE NUMBER 7000 1670 0005 1856 8275)**

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

300005752953--6
-06/11/02-01031--005
*****78.75 *****78.75

Re: *Design Tracker Limited Corporation*
Application For Authorization To Transact Business In Florida

Dear Madam/Sir:

Enclosed please find an Application By Foreign Corporation For Authorization To Transact Business In Florida ("Application"). Please file this Application.

We have enclosed an original Certificate of Status from the Province of Ontario along with a check in the amount of \$78.75 to cover the applicable filing fees. In addition, since the name of the corporation does not contain a corporate suffix, enclosed please find a Written Action of the Sole Shareholder and Director by Unanimous Written Consent adopting the alternate name "Design Tracker Limited Corporation" for use in transacting business in Florida.

As soon as the documents are filed, please forward a copy of the filed Application and all other documentation confirming and relating to this filing to our office. We have enclosed a copy of the Application for your convenience.

We appreciate your assistance in this matter. If you have any questions, please feel free to contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.


William L. Owens

DCC
WLO/acb
Enclosures

cc: Penelope L. Love (w/ enc.)
James Marrelli (w/ enc.)

FILED
02 JUN 10 PM 12: 56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	
Availability	
Document	
Examiner	DCC
Reviewer	DCC
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

BS&K

DESIGN TRACKER LIMITED

Action of the Sole Shareholder and Director By Unanimous Written Consent

I, the undersigned, being the sole Shareholder and Director of DESIGN TRACKER LIMITED, an Ontario corporation (the "Corporation"), does hereby affirmatively vote for, consent to, adopt, and approve the following resolutions:

WHEREAS, the Corporation desires to obtain a certificate of authority to transact business in the State of Florida;

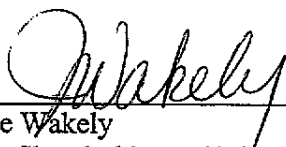
WHEREAS, the name of the Corporation does not contain the suffix "Incorporated," "Corporation," or an authorized abbreviation thereof, as required by §§617.1503 and 617.1506 of the Florida Not For Profit Corporation Act;

WHEREAS, the Corporation desires to add the word "Corporation" to the end of its corporate name for the sole purpose of obtaining a certificate of authority to transact business in the State of Florida;

RESOLVED, that the Corporation shall add the word "Corporation" to the end of its corporate name and, pursuant to §§617.1503 and 617.1506 of the Florida Not For Profit Corporation Act, use the name "Design Tracker Limited Corporation" for the sole purpose of obtaining a certificate of authority to transact business in the State of Florida; and it is further

RESOLVED, that this Action of the Sole Shareholder and Director By Unanimous Written Consent may be transmitted via facsimile machine and such signature shall be deemed to be the original signature of the signatory.

The undersigned has set her hand this 22nd day of May, 2002.



Julie Wakely
Sole Shareholder and Director

**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. Design Tracker Limited Corporation
(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. Ontario 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 14, 2000 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon Qualificaton
(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. 3219 Yonge Street, Suite 1102, Toronto, Ontario M4N 2L3
(Principal office address)

same as above
(Current mailing address)

any lawful act or activity for which corporations may be organized
under the laws of the applicable jurisdiction

8. _____
(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)

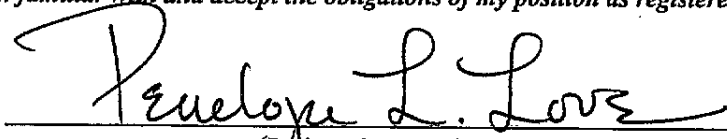
Name: Penelope L. Love

Office Address: 1100 Spyglass Lane

Naples, Florida 34102
(City) (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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUN 10 PM 12:56

FILED

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Julie Wakely

Address: 155 Bedford Park Avenue

Toronto, Ontario M5M 1J2

Director: _____

Address: _____

B. OFFICERS

President: Julie Wakely

Address: (as above)

Vice President: _____

Address: _____

Secretary: Julie Wakely

Address: (as above)

Treasurer: _____

Address: _____

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

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

14. Julie Wakely, President
(Typed or printed name and capacity of person signing application)

02 JUN 10 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Request ID: 004284186
Demande n°:
Transaction ID: 18264428
Transaction n°:
Category ID: CT
Catégorie:

Province of Ontario
Province de l'Ontario
Ministry of Consumer and Commercial Relations
Ministère de la Consommation et du Commerce
Companies Branch
Direction des compagnies

Date Report Produced: 2002/05/22
Document produit le:
Time Report Produced: 14:21:24
Imprimé à:

Certificate of Status Certificat de statut

This is to certify that according to the
records of the companies branch

Je certifie par les présentes que, conformément
aux dossiers de la Direction des compagnies,

DESIGN TRACKER LIMITED

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

001396175

is a corporation incorporated,
amalgamated or continued under
the laws of the Province of Ontario.

est constituée, fusionnée ou prorogée en vertu
des lois de la province de l'Ontario.

The corporation came into existence on

La personne morale a été fondée le

JANUARY 14 JANVIER, 2000

and has not been dissolved.

et n'a pas été dissoute.

Dated

Fait le

MAY 22 MAI, 2002

Director (A)
Directrice intérimaire

The issuance of this certificate in electronic form is authorized by the Director of Companies Branch.
La délivrance du présent certificat sous forme électronique est autorisée par la Directrice de la Direction des compagnies.

FILED
02 JUN 10 PM 12:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA