

Division of Corporations

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Florida Department of State
 Division of Corporations
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 DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION**ANDROS, INC.**

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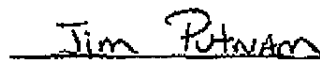
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RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned James Putnam, do hereby certify that this Resolution of the Board of Directors of Andros, Inc. a corporation duly organized and existing under the laws of the State of Virginia, was duly adopted on July 9, 2002.

Be it resolved, that Andros, Inc. organized and existing in the State of Florida, hereby adopts the name Andrus of Virginia, Inc. for use in the State of Florida.

Date: July 9/02


Chairman, Vice Chairman or any officer
Type or Print NameSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FL RC DE-RESOLUTION OF BOARD OF DIRECTORS 1000 (7/1/01)

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

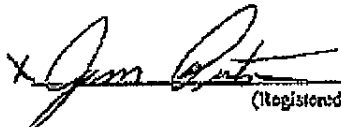
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Andros, 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. Virginia 3. 341945093
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 18, 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 617.155, F.S.)
7. 1800 Pelican Court, Neptune Beach, FL 32266
(Principal office address)

(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: James Putnam
Office Address: 1800 Pelican Court
Neptune Beach, Florida 32266
(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.

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

A. DIRECTORS

Chairman: James Putnam

Address: 1800 Pelican Court

Neptune Beach, FL 32266

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: James Putnam

Address: 1800 Pelican Court

Neptune Beach, FL 32266

Vice President:

Address:

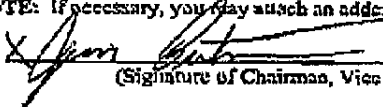
Secretary:

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. James Putnam

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

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TALLAHASSEE, FLORIDA

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

ANDROS, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is April 08, 1999.

Nothing more is hereby certified.

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TALLAHASSEE, FLORIDA



*Signed and Sealed at Richmond on this Date:
July 10, 2002*

Joel H. Peck
Joel H. Peck, Clerk of the Commission

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