

CAPITAL CONNECTION

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Division of Corporations
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From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
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FOREIGN PROFIT QUALIFICATION

WAGG PROPERTIES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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Capital Connection, Inc.



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

August 29, 2002

YOUR CAPITAL CONNECTION, INC.

SUBJECT: WAGG PROPERTIES INC.
REF: W02000025239

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Your application was submitted with two first pages (#s 1 - 11). Please determine which is the proper first page and resubmit your document.,

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Lee Rivers
Document Specialist

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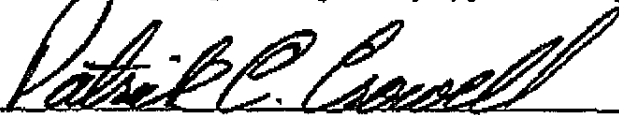
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

**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. Wagg Properties, 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. 59-2753647
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 16, 1985 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 817.155, F.S.)
7. 1155 Central Florida Parkway, Orlando, FL 32837
(Principal office address)
P.O. Box 593290, Orlando, FL 32859
(Current mailing address)
8. To Carry On Business For Profit
(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: Patrick C. Crowell
Office Address: 320 N. Magnolia Ave., Ste B9
Orlando, Florida 32801
(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: /DIRECTOR: JOHN L. AMES

Address: 4815 BACKACRE LANE, ORLANDO, FL 32806

Vice Chairman: /DIRECTOR: JULIA G. AMES

Address: 4815 BACKACRE LANE, ORLANDO, FL 32806

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: JOHN L. AMES

Address: 4815 BACKACRE LANE, ORLANDO, FL 32806

Vice President: JULIA G. AMES

Address: 4815 BACKACRE LANE, ORLANDO, FL 32806

Secretary: JULIA G. AMES

Address: SAME AS ABOVE

Treasurer: JULIA G. AMES

Address: SAME AS ABOVE

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

13. John L. Ames

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

14. JOHN L. AMES

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

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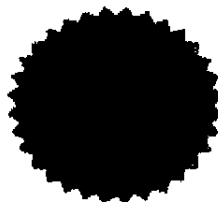
Delaware

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WAGG PROPERTIES 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 EIGHTH DAY OF AUGUST, A.D. 2002.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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