

F02000004974

TO: Registration Section
Division of Corporations

SUBJECT: VENTECH GROUP INC DBA FLORIDA VENTECH GROUP
(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:

RICHARD J. MORRELL
(Name of Person)

VENTURE MARKETING
(Firm/Company)

140 SATELLITE BLVD SUITE C-1
(Address)

SWANEE, GA 30024
(City/State and Zip code)

For further information concerning this matter, please call:

200008127092--6
-10/01/02--01004--020
*****78.75 *****78.75

R. MORRELL at (800) 433-9866
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

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

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

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DIVISION OF CORPORATIONS

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Golden
Sweepstakes Group, Inc.

3653 Canton Road
Suite 203
Marietta, GA 30066

Local 678-445-5700
Toll Free 866-343-5700
Fax 678-445-1777

September 27, 2002

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Att: Lee Rivers

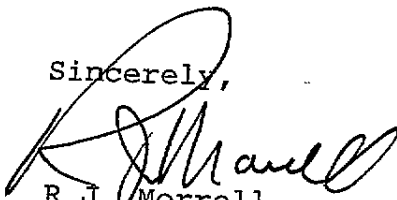
Dear Mr. Rivers:

Pursuant to our discussion last week I have enclosed applications for two additional corporations (foreign) to do business in the State of Florida.

Included in our application are two checks in the amount of \$78.75 each and statements from the State of Delaware showing that we are in good standing.

Thanking you in advance for your anticipated assistance and prompt, positive response.

Sincerely,


R.J. Morrell
President

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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. VENTECH GROUP 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. NOT RECEIVED
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 8/19/02 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. NOT YET - 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. 140 SATELLITE BLVD, C-1 SUWANEE, GA
(Principal office address)
SAME
(Current mailing address)
8. ~~SALES OF PRODUCT~~ SALES OF PRODUCT
(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: JIM MUCKEY
Office Address: 2840 NE. 22ND AVE
LIGHTHOUSE POINT, Florida 33064
(City) (Zip code)

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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.

Jim Muckey
(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: RICHARD I. MORRELL

Address: 752 STARMIST CT KENNESAW, GA 30144

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

B. OFFICERS

President: RICHARD I. MORRELL

Address: 752 STARMIST CT KENNESAW, GA 30144

Vice President: N/A

Address: _____

Secretary: JUDY MORRELL

Address: SAME AS ABOVE

Treasurer: _____

Address: N/A

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

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

14. RICHARD I. MORRELL, PRESIDENT
(Typed or printed name and capacity of person signing application)

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American Incorporators Ltd.

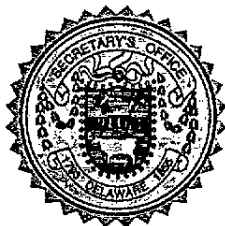
1220 N. Market Street, Suite 808
Wilmington, DE 19801

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VEN TECH GROUP 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 THIRD DAY OF SEPTEMBER, A.D. 2002.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1964515

DATE: 09-03-02