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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

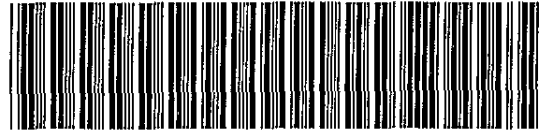
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W03-857



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03 FEB -4 PM 3:10

CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

HARK & ASSOCIATES, P.A.
ATTORNEYS AT LAW

2514 HOLLYWOOD BOULEVARD, SUITE 308
HOLLYWOOD, FLORIDA 33020
e-mail: mattyon@harklegal.com

CLIFFORD B. HARK
LAURA A. BOURNE
MATTHEW F. YON

Hollywood: (954) 925-7795
Miami-Dade: (305) 935-4436
Palm Beach: (561) 989-0022
Facsimile: (954) 925-7855

January 7, 2003

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

**Re: Daiwa Products, Inc., a Delaware Corporation
Application by Foreign Corporation for Authorization
to Transact Business in Florida**

Dear Department of State:

Enclosed please find the Application by Foreign Corporation for Authorization to Transact Business in Florida, along with my firm's Trust Account check in the amount of Seventy Dollars (\$70.00), which funds represent the necessary filing fees to allow Daiwa Products, Inc. to transact business in Florida.

Additionally, enclosed for your reference please find a copy of the State of Delaware Certificate of Incorporation of Daiwa Products, Inc., along with a certified copy of the Delaware Department of State letter evidencing the filing of same.

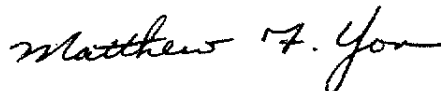
Please return all correspondence concerning this matter, including the Letter of Acknowledgment, to the following address:

**Daiwa Products, Inc.
C/o Hark & Associates, P.A.
2514 Hollywood Boulevard, Suite 308
Hollywood, Florida 33020**

Please feel free to contact our office with any questions or concerns. Thank you for your immediate attention in this matter. I remain,

Very truly yours,

HARK & ASSOCIATES, P.A.



Matthew F. Yon, Esquire
For the Firm

Cc: Michael Nyman

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03 FEB -4 PM 3:10
TALLAHASSEE, FLORIDA

HARK & ASSOCIATES, P.A.
ATTORNEYS AT LAW

2514 HOLLYWOOD BOULEVARD, SUITE 308
HOLLYWOOD, FLORIDA 33020
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Hollywood: (954) 925-7795
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January 29, 2003

Department of State
Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, Florida 32314
Attn: Marsha Thomas

FILED
03 FEB -4 PM 3:10
TALLAHASSEE, FLORIDA

Re: Daiwa Products, Inc., a Delaware Corporation
Application by Foreign Corporation for Authorization
to Transact Business in Florida

Dear Ms. Thomas:

In response to your letter dated January 10, 2003, enclosed please find the Certificate of Good Standing for Daiwa Products, Inc. from the Delaware Secretary of State.

Although your letter states that the name "Daiwa Products, Inc." is unavailable, please be advised that my client, Michael Nyman, is the owner of Daiwa Products, Inc. n/k/a Daiwa Health Products, Inc. A copy of the Letter of Acknowledgement from the Florida Department of State Amendment Section dated January 10, 2003, is enclosed for your reference.

In light of the fact that my client has changed the name of his previous corporation from Daiwa Products, Inc. to Daiwa Health Care Products, Inc., his new corporation should have the ability to transact business in the State of Florida under the name Daiwa Products, Inc.

To that end, I am enclosing the original Application by Foreign Corporation to Transact Business in Florida, which was previously returned to our office. I am also enclosing a Certified Copy of the Articles of Incorporation and Certificate of Good Standing from the Delaware Secretary of State for Daiwa Products, Inc.

Please return all correspondence concerning this matter, including the Letter of Acknowledgment, to the following address:

Daiwa Products, Inc.
C/o Hark & Associates, P.A.
2514 Hollywood Boulevard, Suite 308
Hollywood, Florida 33020

Florida Department of State
Marsha Thomas Letter
January 29, 2003
Page 2

Please feel free to contact our office with any questions or concerns. Thank you for your immediate attention in this matter. I remain,

Very truly yours,

HARK & ASSOCIATES, P.A.



Matthew F. Yon, Esquire
For the Firm

Cc: Michael Nyman

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03 FEB -4 PM 3:10
STATE OF FLORIDA
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

January 10, 2003

HARK & ASSOCIATES, P.A.
2514 HOLLYWOOD BOULEVARD STE. 308
HOLLYWOOD, FL 33020

SUBJECT: DAIWA PRODUCTS, INC.
Ref. Number: W03000000857

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 FEB -4 PM 3:10

FILED

We have received your document for DAIWA PRODUCTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

A brief description of the entity's nature of business must be included in the document.

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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 503A00001393

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. DAIWA PRODUCTS, 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. 43-1992433

(FBI number, if applicable)

4. DECEMBER 31, 2002

(Date of incorporation)

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. 200 East Las Olas Boulevard, Suite 1480, Fort Lauderdale, FL 33301

(Principal office address)

200 East Las Olas Boulevard, Suite 1480, Fort Lauderdale, FL 33301
(Current mailing address)

8. All lawful Acts under Title 8 of Delaware Code - (Wholesaler of Health Products)
(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: Clifford B. Hark, Esq.

Office Address: 2514 Hollywood Blvd., Ste 308

Hollywood, Florida 33020
(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.

Clifford B. Hark
(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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: MICHAEL NYMANAddress: 200 East Las Olas Blvd., Suite 1480Fort Lauderdale, FL. 33301

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: MICHAEL NYMANAddress: 200 East Las Olas Blvd., Suite 1480Fort Lauderdale, FL. 33301

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. Michael Nyman

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

14. MICHAEL NYMAN, President

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

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FLORIDA
SEAL
FLORIDA

Delaware

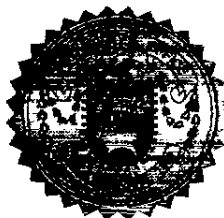
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DAIWA PRODUCTS, 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-SEVENTH DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
03 FEB - 9 PM 3:10
DELAWARE SECRETARY OF STATE



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3609961 8300

AUTHENTICATION: 2225625

030053348

DATE: 01-27-03