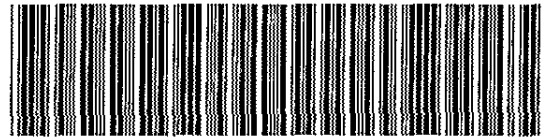


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TALLAHASSEE, FLORIDA



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OPPENHEIMER WOLFF & DONNELLY LLP

840 Newport Center Drive, Suite 700
Newport Beach, CA 92660

949.823.6000
Fax 949.823.6100

Direct Dial: 949.823.6032
E-Mail: LBisnar@oppenheimer.com
File No.: 22052.12

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SECRETARY OF STATE
ALLAHAM, FLORIDA

February 28, 2003

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

ATTN: Registration Section

Re: WontMiss, Inc., a Nevada corporation (the "Corporation")

Dear Sir/Madam:

Enclosed for filing **as soon as possible** are the following documents regarding the foreign qualification of the Corporation:

1. Original and one (1) copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida;
2. Original Certificate of Existence with Status in Good Standing issued by the Nevada Secretary of State; and
3. Our firm's check for \$78.75 made payable to the Florida Department of State to cover the filing and certification fees.

Please file the enclosed documents and return a certified copy of the Application to our office. It is our understanding that the processing time is five to seven business days. A pre-addressed envelope is provided for your use.

If you have any questions or need anything further, please call our office. Thank you.

Very truly yours,

OPPENHEIMER WOLFF & DONNELLY LLP

Lynn A. Bisnar

Lynn A. Bisnar
Paralegal

LAB/lb
Enclosures

cc: Mr. Jude LaCour
Richard H. Bruck, Esq. (I/O)

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

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TALLAHASSEE, FLORIDA

1. WontMiss, 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. Nevada

(State or country under the law of which it is incorporated)

3. 83-0348262

(FEI number, if applicable)

4. February 6, 2003

(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. 1450 North U.S. Highway 1, Suite 700, Ormond Beach, FL 32174

(Principal office address)

1450 North U.S. Highway 1, Suite 700, Ormond Beach, FL 32174

(Current mailing address)

8. Any activity or business permitted by law

(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: Jude LaCour

Office Address: 1450 North U.S. Highway 1, Suite 700

Ormond Beach

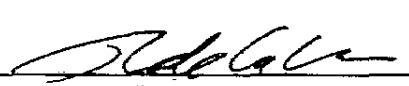
(City)

, Florida 32174

(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jude LaCour

Address: 1450 North U.S. Highway 1, Suite 700

Ormond Beach, FL 32174

Director: Cory Patterson

Address: 1450 North U.S. Highway 1, Suite 700

Ormond Beach, FL 32174

B. OFFICERS

President: Jude LaCour

Address: 1450 North U.S. Highway 1, Suite 700

Ormond Beach, FL 32174

Vice President: N/A

Address: _____

Secretary: Jude LaCour

Address: 1450 North U.S. Highway 1, Suite 700, Ormond Beach, FL 32174

Treasurer: Jude LaCour

Address: 1450 North U.S. Highway 1, Suite 700, Ormond Beach, FL 32174

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

13. 

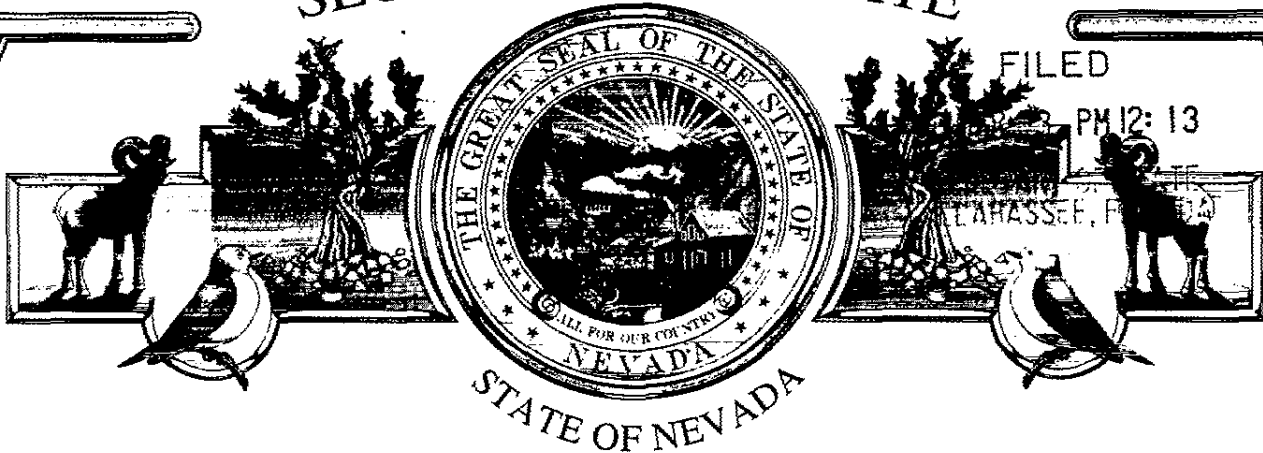
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jude LaCour, President

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

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03 MAR -3 PM 12:33
SECRETARY OF STATE
JANET M. DESBAYLE
TALLAHASSEE, FL 32399-0001

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **WONTMISS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since February 6, 2003, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on February 26, 2003.



Dean Heller

DEAN HELLER
Secretary of State

By

[Signature]

Certification Clerk