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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

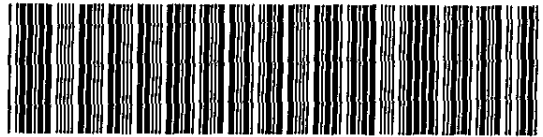
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10/28/02--01119--001 **70.00

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APPROVED
AND
FILED

03 MAR -5 AM 8:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DB
3-6-03

SOBERING, WHITE & LUCZAK, P.A.
ATTORNEYS AT LAW

558 WEST NEW ENGLAND AVENUE
SUITE 240
WINTER PARK, FLORIDA 32789

M. BRADLEY LUCZAK
ROBERT B. WHITE, JR.

BARRY J. SOBERING
OF COUNSEL

TELEPHONE (407) 647-9300
TELECOPIER (407) 647-9336

October 24, 2002

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32399

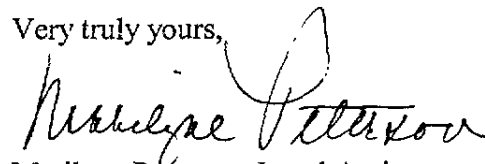
Re: Sunrise Airlines, Inc. a Utah Corporation
Application by Foreign Corporation for Authorization
to Transact Business in Florida
Our File No: 944-1

Dear Clerk:

Enclosed herein please find an Application by Foreign Corporation for Authorization to Transact Business in Florida together with original Certificate of Existence issued by the Utah Department of Commerce and check in the amount of \$70.00 for the filing fee.

Should you have any questions, please contact me at the above telephone number. I look forward to receiving notice from your office that the Application has been approved.

Very truly yours,



Marilynne Peterson, Legal Assistant to
Robert B. White, Jr., Esq.

Encls.

03 MAR -5 AM 8:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

January 7, 2003

MARILYNE PETERSON
SOBERING, WHITE & LUCZAK, P.A.
558 WEST NEW ENGLAND AVE., STE. 240
WINTER PARK, FL 32789

SUBJECT: SUNRISE AIRLINES INC.
Ref. Number: W02000031062

FILED
03 MAR -5 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for SUNRISE AIRLINES INC..

The referenced application states that the corporation has transacted business in the State of Florida since August 20, 2001. You were notified by letter dated October 29, 2002, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1150.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6051.

Diane Cushing
Corporate Specialist Letter No. 603A00000814

Enclosure



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 29, 2002

MARILYNE PETERSON
SOBERING, WHITE & LUCZAK, P.A.
558 WEST NEW ENGLAND AVE., STE. 240
WINTER PARK, FL 32789

SUBJECT: SUNRISE AIRLINES INC.
Ref. Number: W02000031062

FILED
03 MAR -5 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FL 32314

We have received your document for SUNRISE AIRLINES INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 002A00059362

**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. Sunrise Airlines, 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. Utah 3. 86-0942345
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 6, 1985 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. August 20, 2001
(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. 100 Aviation Drive So., Ste 202, Naples, FL 34104
(Principal office address)

(Current mailing address)

8. Perform any act permitted under the laws of the United States and the State of Florida
(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: Leo Morrison

Office Address: 100 Aviation Drive So., Ste 202

Naples

(City)

Florida

34104

(Zip code)

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TALLAHASSEE, FLORIDA

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.

Leo Morrison

(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: Captain Stanley A. Johnson

Address: 37534 N. Lake Shore Dr., Lake Villa, IL 60046

~~Vice Chairman:~~ Barnard Dahlin

Address: 2670 Good Shepherd Ln, Green Bay, WI 54313

~~Vice Chairman~~
Director: Sandra Eckhardt

Address: 100 Aviation Dr., So., Ste 202, Naples, FL 34104

Director: Dr. John Pfiefer

Address: 2490 Deerpath Dr., Green Bay, WI 54302

B. OFFICERS

President: Lawrence Sullivan

Address: 6075 Eastern Ave., South, Las Vegas, NV 89119

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED
AND

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

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

14. Sandra Eckhardt, V.P. & Sec
(Typed or printed name and capacity of person signing application)



Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, S.M. Box 146705
Salt Lake City, UT 84114-6705
Service Center: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web Site: <http://www.commerce.utah.gov>

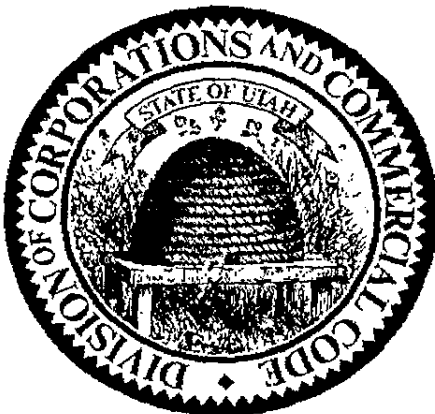
SUNRISE AIRLINES, INC.
5858 S SEMORAN BLVD BLDG C
ORLANDO FL 32822

October 17, 2002

CERTIFICATE OF EXISTENCE

Registration Number: 909361-0142
Business Name: SUNRISE AIRLINES INC.
Registered Date: SEPTEMBER 6, 1985
Entity Type: CORPORATION - DOMESTIC
Current Status: GOOD STANDING

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah.



Kathy Berg
Kathy Berg
Director
Division of Corporations and Commercial Code

Dept. of Professional Licensing (801) 530-6628 Real Estate (801) 530-6747 Public Utilities (801) 530-6651 Securities (801) 530-6600 Consumer Protection (801) 530-6601