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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

AKUNA USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

07/03/2003 THU 13:38 FAX 410 539 5848 CORPASSIST-BALTIMORE

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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. Akuna U.S.A. 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. Illinois 3. 02-0591689
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 16, 2002 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. 375 Britannia Road East, Bldg. B, Mississauga, Ontario, L4Z 3E2, Canada.
(Principal office address)
- 375 Britannia Road East, Bldg. B, Mississauga, Ontario, L4Z 3E2, Canada.
(Current mailing address)
8. Marketing, Distribution and Sale of Consumer 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: NRAT SERVICES INC.
- Office Address: 526 East Park Avenue
Tallahassee, Florida 32301
(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.

Randy L. Strubin
(Registered agent's signature)

Randy L. Strubin / Assistant Secretary

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: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: Michael ForstAddress: 375 Britannia Road East, Bldg. B, Mississauga, Ontario, L4Z 3E2
Canada.Director: Zdenka ForstAddress: 375 Britannia Road East, Bldg. B, Mississauga, Ontario, L4Z 3E2
Canada.

B. OFFICERS

President: Zdenka ForstAddress: 375 Britannia Road East, Bldg. B, Mississauga, Ontario, L4Z 3E2
Canada.Vice President: Michael ForstAddress: 375 Britannia Road East, Bldg. B, Mississauga, Ontario, L4Z 3E2
Canada.Secretary: Michael ForstAddress: 375 Britannia Road East, Bldg. B, Mississauga, Ontario, L4Z 3E2
Canada.Treasurer: Michael ForstAddress: 375 Britannia Road East, Bldg. B, Mississauga, Ontario, L4Z 3E2
Canada.

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

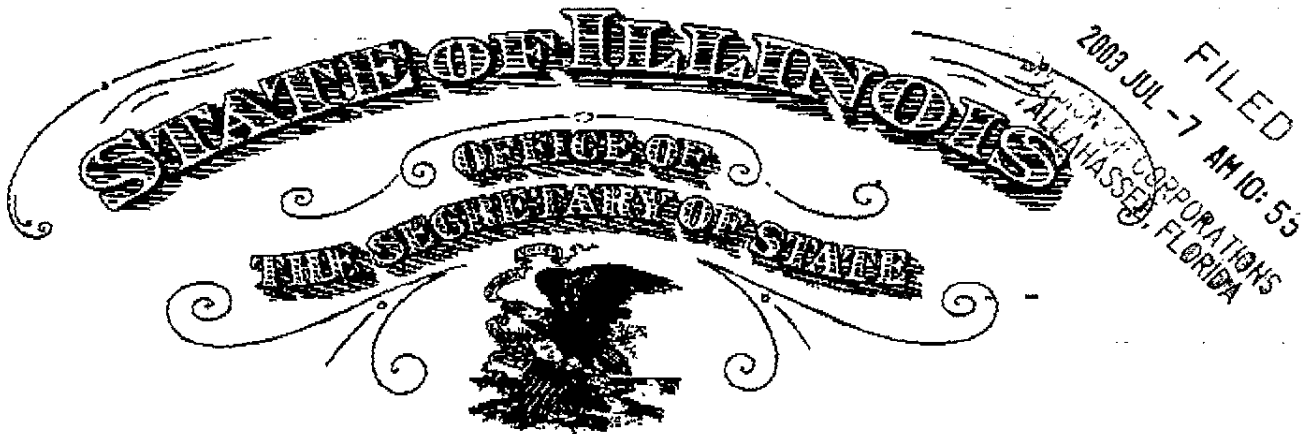
13. Zdenka Forst
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Zdenka Forst, President
(Typed or printed name and capacity of person signing application)

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File Number

6216-483-2



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

AKUNA U.S.A. INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE APRIL 16, 2002, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS***



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this
day of JUNE A.D. 30TH 2003

Jesse White

SECRETARY OF STATE

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