

F03000003404

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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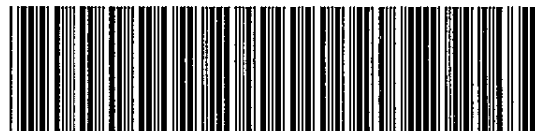
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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BK

CT CORPORATION

July 9, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

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TALLAHASSEE, FLORIDA

Re: Order #: 5886100 SO
Customer Reference 1: 60224
Customer Reference 2: 00001

Dear Secretary of State, Florida:

Please file the attached:

SPAR Management Services, Inc. (NV)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment, Specialist
Jeff_Netherton@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**Application By Foreign Corporation For Authorization
to Transact Business in Florida
of
SPAR Management Services, Inc.
(Pursuant to Section 607.1503 of the Florida Business Corporation Act)**

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- FIRST: The name of the corporation is SPAR Management Services, Inc.
- SECOND: The jurisdiction where corporation is incorporated is Nevada.
- THIRD: The corporation was incorporated on December 8, 1999 for a perpetual period of existence.
- FOURTH: The corporation will first transact business in Florida upon qualification.
- FIFTH: The principle address of the corporation is 108D Palm Point Circle, Palm Beach Gardens, FL 33418.
- SIXTH: The corporation proposes to engage in any act or activity permitted by the laws of Florida for which corporations may be organized under the Florida Business Corporation Act, provided that the corporation is not to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.
- SEVENTH: CT Corporation System, located at 1200 South Pine Island Road, Plantation, Florida 33324, is designated as the agent of the corporation upon whom process against the corporation may be served.

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 a 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.

CT Corporation Systems

By: Caroline Bryant
Name: Caroline Bryant
Title: Special Asst. Secy.

EIGHTH: Attached hereto is a certificate of existence duly authenticated, not more than ninety (90) days prior to delivery of this application to the Department of State by the Secretary of State of the State of Nevada.

NINTH: The following are the names of the current directors and officers, each currently having an executive office at 580 White Plains Road, Tarrytown, New York, 10591.

Directors:

Robert G. Brown Chairman
William H. Bartels Vice Chairman


Officers:

Robert G. Brown Chief Executive Officer and President
William H. Bartels Vice President, Secretary and Treasurer

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TALLAHASSEE, FLORIDA

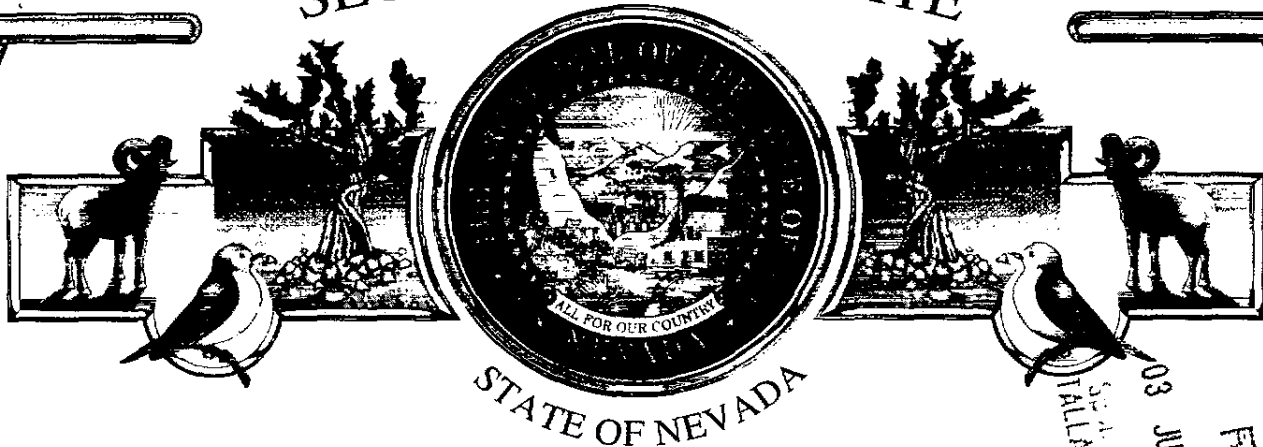
IN WITNESS WHEREOF, I have subscribed this document on the date set forth below and do hereby affirm, under the penalties of perjury, that the statements contained herein have been examined by me and are true and correct.

Dated: as of this 24 day of June, 2003.



Name: Robert G. Brown
Title: Chief Executive Officer and President

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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STATE
TALLAHASSEE, FLORIDA

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, **SPAR MANAGEMENT SERVICES, 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 December 8, 1999, 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 July 3, 2003.



Dean Heller

DEAN HELLER
Secretary of State

By

Acqueline Warr
Certification Clerk