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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 9, 2003

CSC

SUBJECT: SLOCUM FLORIDA CORPORATION
REF: 0030000332093

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0383

KRM

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 521-1030

Resubmit

FOREIGN PROFIT QUALIFICATION
SLOCUM FLORIDA CORPORATION

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DIVISION OF CORPORATIONS

12-90

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. SLOCUM FLORIDA CORPORATION

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. _____

(FEI number, if applicable)

4. November 13, 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 817.153, F.S.)

7. Phillips Point West, 777 South Flagler Drive, Suite 800, West Palm Beach, FL 33407

(Principal office address)

Phillips Point West, 777 South Flagler Drive, Suite 800, West Palm Beach, FL 33407

(Current mailing address)

8. Financial Consulting

(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: Corporation Service Company

Office Address: 1201 Nava Street

Tallahassee

(City)

, Florida 32301

(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.

Corporation Service Company

Susan P. Clark

(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: Michael J. Slocum
 Address: Phillips Point West, 777 South Flagler Drive, Suite 800
West Palm Beach, FL 33401

Vice Chairman: _____
 Address: _____

Director: _____
 Address: _____

Director: _____
 Address: _____

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 TALLAHASSEE, FLORIDA

B. OFFICERS

President: Michael J. Slocum
 Address: Same as above

Vice President: Michael J. Slocum
 Address: Same as above

Secretary: Michael J. Slocum
 Address: Same as above

Treasurer: Michael J. Slocum
 Address: Same as above

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

13. Michael J. Slocum
 (Signature of Director or Officer listed in number 12 of the application)

14. Michael J. Slocum President
 (Typed or printed name and capacity of person signing application)

Delaware

The First State

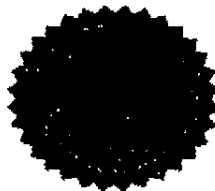
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SLOCUM FLORIDA CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF DECEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SLOCUM FLORIDA CORPORATION" WAS INCORPORATED ON THE THIRTEENTH DAY OF NOVEMBER, A.D. 2003.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2794090

DATE: 12-08-03

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