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#### TRANSMITTAL LETTER

TO: Registration Section Division of Corporations
SUBJECT: EMPYREAN, INC.  (Name of corporation - must include suffix)
(Name of corporation - must include suffix)
Dear Sir or Madam:
The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.
Please return all correspondence concerning this matter to the following:
RICHARD I TRANFE TR
RICHARD L. TRADER JR.  (Name of Person)
EMPPLEAN, INC. (Firm/Company)
31-75 29th ST, A5 ASTORIA, NY 11106
(Address)
(City/State and Zip code)
For further information concerning this matter, please call:
RICHARD TRASCR at (718) 777 – 9294  (Name of Person) (Area Code & Daytime Telephone Number)
(Name of Person) (Area Code & Daytime Telephone Number)
STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399  MAILING ADDRESS: Registration Section Division of Corporations Division of Corporations P.O. Box 6327 Tallahassee, FL 32314
Enclosed is a check for the following amount:
\$70.00 Filing Fee \$\Bigcup \\$78.75 Filing Fee & \$\Bigcup \\$78.75 Filing Fee & Certificate of Status \$\Bigcup \\$ Certified Copy \$\Bigcup \\$ Certified Copy \$\Bigcup \\$ Certified Copy



#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

January 9, 2004

RICHARD L. TRADER, JR. EMPYREAN, INC. 31-75 29TH STREET ASTORIA, NY 11106

SUBJECT: EMPYREAN, INC. Ref. Number: W04000001129

We have received your document for EMPYREAN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please insert the alternate name you choose in the 2nd line below line #1.

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) 245-6918.

Letter Number: 904A00001549

Nanette Causseaux Document Specialist Supervisor

#### **BOARD RESOLUTION ADOPTED ON JANUARY 20, 2004**

#### ADOPTION OF ALTERNATE BUSINESS NAME

RESOLVED, the Board of Directors of the New York Corporation EMPYREAN, INC. does hereby adopt the alternate business name of EMPYREAN MARKETING, INC. for use in the State of Florida.

RESOLVED FURTHER, that the officers of the corporation are, and each acting alone is, hereby authorized and to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary to qualify this corporation to do business in the State of Florida.

It is hereby certified that the foregoing resolution was duly passed by the Board of Directors of the above named corporation on January 20, 2004 in accordance with the By-Laws of the corporation and the laws and by-laws governing the Company, and has been duly recorded in the Minute Book and is in full force and effect.

Richard L. Trader, Jr.

Chairman

Corporate Seal.

### 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. EMPYREAN, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," EMPYREAN WARKETING, INC.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida) (State or country under the law of which it is incorporated)

3. 20 - 00 33740

(FEI number, if applicable) (FEI number, if applicable)

7/21/2003
5. PER-PFTUAL

(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. 31-75 79 ST ASTORIA, NY 11106

(Principal office address) P-O · BOX 6173 ASTORIA, NY 1106 PROVIDENCE WARKETING / ADVENTISING SERVICES
(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) Office Address: 661 DORAL LANE

MELBOUNE, FL 32940, Florida 32940

(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.

- 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. DIRECTOR	_		
-	CHARD TRADER, JR.		
	75 29" ST, 45		
	TORIA, NY (1106		
	BRUN MINYARD		
<del></del>	20 EAST GREEN STREET		
	WOODBRIDGE NJ O	7095	
Director:	im OLSEN		
	354 COLEUS COUPT		
	WINTER PARK, FL	32792	
Director:	MARK BOCINSKY		
Address:1	S61 DORAL LANE		
	MELBOURNE, FL 320	140	
	<b>,</b>		
B_OFFICERS			
			3,115
DIRECTOR Procident:	LISA PIERCE	<del></del>	of Ja
DIRECTOR Procident:	LISA PIERCE 3115 SHERRY DR.		DA JAN 2
President: Address:	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328		OF JAN 29 A
President:	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328		SECRETATION OF THE SECRETATION OF JAN 29 AN 8:
President: Address:	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328		SECRETATE BY THE BY STORE OF STATE OF S
President:  Address:  Vice President:  Address:	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328	10	SECRETATE BY SECRETATE BY SECRETATIONS OF JAN 29 AN 8:55
President:  Address:  Vice President:  Address:  Secretary:	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328	10	SECRETATE OF BTATE OF SECRETATIONS OF JAN 29 AM 8:55
President:  Address:  Vice President:  Address:  Secretary:  Address:	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328	10	=
President:  Address:  Vice President:  Address:  Secretary:  Address:  Treasurer:	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328	10	<del></del>
President:  Address:  Vice President:  Address:  Secretary:  Address:  Treasurer:	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328	10	<del></del>
President:  Address:  Vice President:  Address:  Secretary:  Address:  Treasurer:  Address:	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328	10	
Precident: Precident: Address:  Vice President: Address:  Secretary: Address:  Treasurer: Address:  NOTE: If neces	Sary, you may attach an addendum to the application	on listing additional officers and/c	or directors.
Precident: Precident: Address:  Vice President: Address:  Secretary: Address:  Treasurer: Address:  NOTE: If neces	LISA PIERCE 3115 SHERRY DR. ORLANDO, FL 328	on listing additional officers and/c	or directors.

## State of New York Department of State

I hereby certify, that the Certificate of Incorporation of EMPYREAN, INC. was filed on 06/02/2003, under the name of EMPYREAM, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment EMPYREAM, INC., changing its name to EMPYREAN, INC., was filed 07/21/2003.

Witness my hand and the official seal of the Department of State at the City of Albany, this 16th day of December two thousand and three.

Secretary of State

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