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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 29, 2004

RICHARD H. RAMSEY, III
400 W. ADAMS ST. STE 1
DOTHAN, AL 36303

SUBJECT: REFLEXION, INC.
Ref. Number: W04000012130

We have received your document for REFLEXION, INC. and your check(s) totaling \$87.50. 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.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 904A00020475

TRANSMITTAL LETTER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: Reflexion, Inc.
(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 H. Ramsey, III
(Name of Person)
Attorney At Law
(Firm/Company)
400 W. Adams St., Ste 1
(Address)
Dothan, AL 36303
(City/State and Zip code)

For further information concerning this matter, please call:

Jennifer Brannon at (334) 794-4154
(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
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

CORPORATE AUTHORIZATION AND RESOLUTION

FILED

By:

Reflexion, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Thomas F. Leonard, certify that I am President of the above named corporation organized under the laws of the State of Alabama, Federal Employer I.D. Number 41-2102997, engaged in business under the trade name of Reflexion, Inc., and that the resolution on this document is a correct copy of the resolution adopted at a meeting of the Board of Directors of the Corporation duly and properly called and held on April 1, 2004. This resolution appears in the minutes of this meeting and has not been rescinded or modified.

AGENTS: Any agent listed below, subject to any written limitations, is authorized to exercise the powers granted as indicated below:

Name and Title or Position	Signature
A. Thomas F. Leonard, President	 X <u>Thomas F. Leonard</u> Thomas F. Leonard, President

POWERS GRANTED: Thomas F. Leonard, President, is solely authorized to exercise the following powers, without limitations:

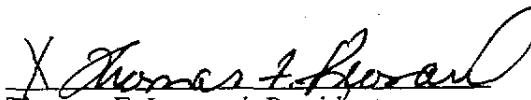
- (1) Adopt the alternate name "Reflexion Signs, Inc., for the Corporation for use in the State of Florida;

EFFECT ON PREVIOUS RESOLUTIONS: All resolutions remain in effect.

CERTIFICATION OF AUTHORITY:

I further certify that the Board of Directors of the Corporation has, and at the time of adoption of this resolution had, full power and lawful authority to adopt the foregoing resolution and to confer the powers granted to the person named who has full power and lawful authority to exercise the same.

In Witness Whereof, I have subscribed my name to this document and affixed the seal of the Corporation on April 1, 2004.


Thomas F. Leonard
 Thomas F. Leonard, President

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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Reflexion, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
Reflexion Signs, Inc.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Alabama 3. 41-2102997
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/13/03 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. 1312 Sioux St., Dothan, AL 36303
(Principal office address)
Same
(Current mailing address)

8. To transact business in 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: Cindy Spann
Office Address: 150 Bent Arrow Dr. Unit 7
Destin, Florida 32541
(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.

Cindy Spann
(Registered agent's signature)
Cindy Spann

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

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Chairman: Thomas F. Leonard

Address: 1312 Sioux Street

Dothan, AL 36303

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Thomas F. Leonard

Address: 1312 Sioux Street

Dothan, AL 36303

Vice President: _____

Address: _____

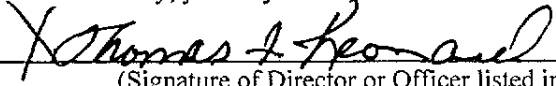
Secretary: Thomas F. Leonard

Address: 1312 Sioux Street , Dothan, AL 36303.

Treasurer: _____

Address: _____

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

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

Thomas F. Leonard , President

14. _____
(Typed or printed name and capacity of person signing application)

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that Reflexion, Inc. incorporated in Houston County, Dothan, Alabama on August 13, 2003. I further certify that the records do not disclose that said Reflexion, Inc. has been dissolved.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

March 8, 2004

Date



Nancy L. Worley

Secretary of State