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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

ScentAir Technologies, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

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4-30-04

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. ScentAir Technologies, Inc.

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

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

2. California

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

3. _____

(FEI number, if applicable)

4. March 24, 2000

(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 817.155, F.S.)

7. 1503-A Cecil Cook Place, Santa Barbara, CA 93117

(Principal office address)

1503-A Cecil Cook Place, Santa Barbara, CA 93117

(Current mailing address)

8. Development and manufacturing of unique scents and scent dispensers.

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida 33324

(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.

CT Corporation System

(Registered agent's signature)

TARA C. COFER
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.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORSChairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: Forrest FlemingAddress: 1503-A Cecil Cook PlaceSanta Barbara, CA 93117

Vice President: _____

Address: _____

Secretary: Forrest FlemingAddress: 1503-A Cecil Cook Place, Santa Barbara, CA 93117Treasurer: Forrest FlemingAddress: 1503-A Cecil Cook Place, Santa Barbara, CA 93117

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)

14. Forrest Fleming, Chief Executive Officer

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

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TALLAHASSEE, FLORIDA

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Application by Foreign Corporation for Authorization to Transact Business in Florida
Names and Business Addresses of Directors

Name of Corporation: ScentAir Technologies, Inc.

<u>Name</u>	<u>Address</u>
David Martin	1503-A Cecil Cook Place, Santa Barbara, CA 93117
Harry Gelles	1503-A Cecil Cook Place, Santa Barbara, CA 93117
Forrest Fleming	1503-A Cecil Cook Place, Santa Barbara, CA 93117
Richard Banks	1503-A Cecil Cook Place, Santa Barbara, CA 93117
Robert Nourse	1503-A Cecil Cook Place, Santa Barbara, CA 93117
Robert Nakasone	1503-A Cecil Cook Place, Santa Barbara, CA 93117
Fred Gluck	1503-A Cecil Cook Place, Santa Barbara, CA 93117
Alan Kesten	1503-A Cecil Cook Place, Santa Barbara, CA 93117

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**SECRETARY OF STATE****CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 24th day of March, 2000, SCENTAIR TECHNOLOGIES, INC. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of April 17, 2004.



Kevin Shelley
KEVIN SHELLEY
Secretary of State