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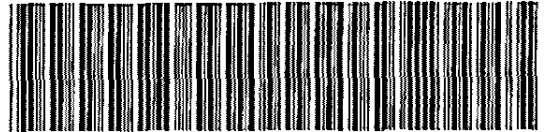
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04 APR 30 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AND
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UB
5-6-04

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: North American Peace Alliance, Inc.
(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Patricia L. Morrison

(Name of Person)

Piper Rudnick LLP

(Firm/Company)

2603 NW 13th Street, PMB 375, Gainesville, Florida 32609

(Address)

Baltimore, MD 21209-3600

(City/State and Zip Code)

For further information concerning this matter, please call:

Patricia L. Morrison

(Name of Person)

at (410) 580-4413

(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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. North American Peace Alliance, Inc.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Delaware

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

3.

(FEI number, if applicable)

4. March 2004

(Date of Incorporation)

5.

Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing

(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 617.155, F.S.)

7. c/o Heart Phoenix, 2603 NW 13th Street, PMB 375, Gainesville, Florida 32609

(Principal office address)

c/o Heart Phoenix, 2603 NW 13th Street, PMB 375, Gainesville, Florida 32609

(Current mailing address)

8. training, educating and activating citizens to help create a more peaceful and loving world

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Heart Phoenix

Office Address: 2603 NW 13th Street, PMB 375

Gainesville

(City)

, Florida

32609

(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.

By:

Heart Phoenix

(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Heart Phoenix

Address: 2603 NW 13th Street, PMB 375, Gainesville, Florida 32609

Director: Jeffrey Weisberg

Address: 2603 NW 13th Street, PMB 375, Gainesville, Florida 32609

B. OFFICERS

President: Heart Phoenix

Address: 2603 NW 13th Street, PMB 375, Gainesville, Florida 32609

Vice President: _____

Address: _____

Secretary: Jeffrey Weisberg

Address: 2603 NW 13th Street, PMB 375, Gainesville, Florida 32609

Treasurer: Jeffery Weisberg

Address: 2603 NW 13th Street, PMB 375, Gainesville, Florida 32609

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

13. Heart Phoenix
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Heart Phoenix, President
(Typed or printed name and capacity of person signing application)

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

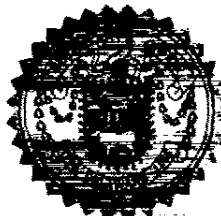
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE CERTIFICATE OF INCORPORATION OF "NORTH AMERICAN PEACE ALLIANCE, INC.", WAS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MARCH, A.D. 2004.

AND I DO FURTHER CERTIFY THAT THE AFORESAID 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 AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS A NON-PROFIT AND NON-STOCK CORPORATION.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3027581

DATE: 04-01-04