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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 775520 7426111

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
04 JUN 25 AM 11:18
TALLAHASSEE, FLORIDA

ORDER DATE : June 24, 2004

ORDER TIME : 4:18 PM

ORDER NO. : 775520-005

CUSTOMER NO: 7426111

CUSTOMER: Ms. Bernadette Sheppard
Wnbs Consulting, Inc.
Suite 110 18302 Highwood
Preserve Parkway
Tampa, FL 33647

FOREIGN FILINGS

NAME: EL TORO ASSET MANAGEMENT, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 2949

EXAMINER: _____

**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. El Toro Asset Management, 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. Nevada

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

3. 20-0903529

(FEI number, if applicable)

4. March 23, 2004

(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. 18302 Highwoods Preserve Parkway, Suite 110, Tampa, FL 33647

(Principal office address)

18302 Highwoods Preserve Parkway, Suite 110, Tampa, FL 33647

(Current mailing address)

8. To conduct any business that is legal and lawful under Florida law

(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 Hays 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

Cynthia L. Harris

(Registered agent's signature)

Cynthia L. Harris
as its 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. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Bernadette Sheppard

Address: 18302 Highwoods Preserve Parkway, Suite 110, Tampa, Fl 33647

Director: Burl R. Sheppard

Address: 18302 Highwoods Preserve Parkway, Suite 110, Tampa, Fl 33647

B. OFFICERS

President: Bernadette Sheppard

Address: 18302 Highwoods Preserve Parkway, Suite 110, Tampa, Fl 33647

Vice President: _____

Address: _____

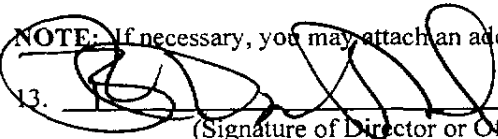
Secretary: _____

Address: _____

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)

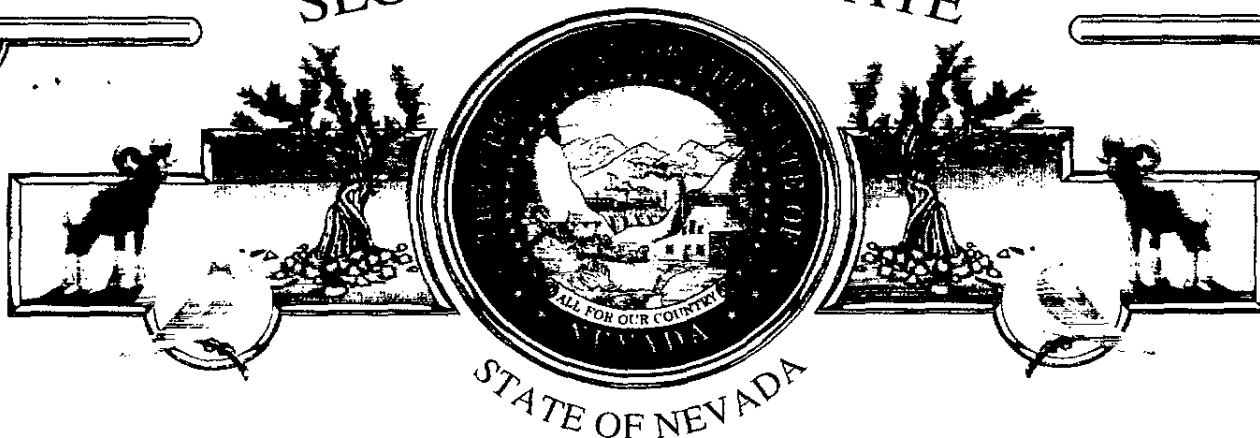
14. Bernadette Sheppard
(Typed or printed name and capacity of person signing application)

Addendum to Application by Foreign Corporation for Authorization to Transact Business In
Florida: El Toro Asset Management, Inc.

Section B: Officers

CEO: Burl R. Sheppard
18302 Highwoods Preserve Parkway, Suite 110, Tampa, Fl 33647

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **EL TORO ASSET MANAGEMENT, INC.**, as a corporation duly organized under the laws of **NEVADA** and existing under and by virtue of the laws of the State of Nevada since March 23, 2004, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on March 24, 2004.

DEAN HELLER
Secretary of State

By

Certification Clerk