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RA

M. Lewis GAVE

AUTHORIZATION BY PHONE TO

RA's address

7/16/04

DCC EXAM. Dec

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Brave Kids
(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:

Richard Q. Lewis III, Esquire
(Name of Person)

Upchurch, Bailey and Upchurch, P.A.
(Firm/Company)

Post Office Drawer 3007
(Address)

St. Augustine, Florida 32085-3007
(City/State and Zip Code)

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For further information concerning this matter, please call:

Richard Q. Lewis III at (904) 829-9066
(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

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:

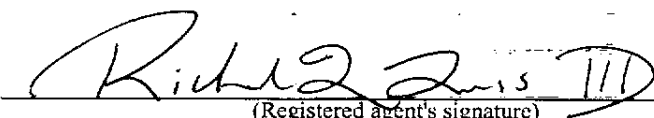
1. Brave Kids, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. California 3. 94-3388832
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 26, 2001 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. May 1, 2004
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 1592 Union Street, San Francisco, California 94123
(Principal office address)
1208 Lake Court Cove, Ponte Vedra Beach, Florida 32082
(Current mailing address)

8. Assist children with life threatening illnesses
(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: Richard Q. Lewis III, Esquire
- Office Address: 780 N. Ponce de Leon Blvd.
St. Augustine, Florida 32085-3007
(City) (Zip Code)

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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.


(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

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B. OFFICERS

President: Kristen Fitzgerald

Address: 1208 Lake Cove Court

Ponte Vedra Beach, FL 32082

Vice President: Scott Halsted, Chief Financial Officer

Address: 3000 Sand Hill Road

Menlo Park, CA 94025

Secretary: Phillip E. Beekman

Address: 6693 E. Pleasant Run, Parkway South Drive, Indianapolis, Indiana 46219

Treasurer: _____

Address: _____

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

13. *Kristen Fitzgerald*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

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



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

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

That on the **26th day of January, 2001, BRAVE KIDS** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

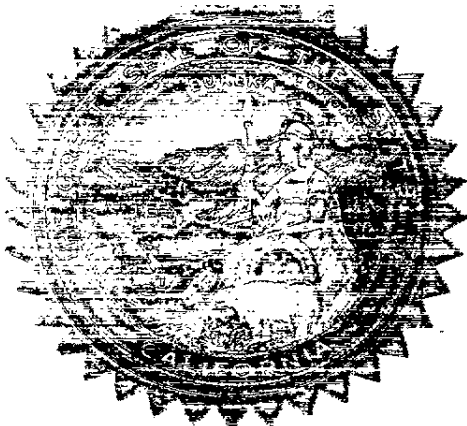
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

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.

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TALLA ASSESSOR

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of June 25, 2004.



Kevin Shelley
KEVIN SHELLEY
Secretary of State