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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

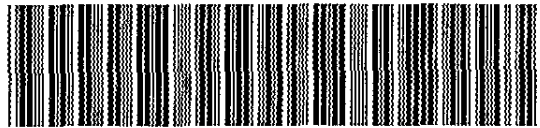
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: VADIS, 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:

JUDY B. MORGAN

(Name of Person)

D.D.I., INC.

(Firm/Company)

4310 PABLO OAKS COURT

(Address)

JACKSONVILLE, FL 32224

(City/State and Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

JUDY B. MORGAN at (**904**) **223-7495**
(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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 14, 2004

JUDY B. MORGAN
4310 PABLO OAKS COURT
JACKSONVILLE, FL 32224

SUBJECT: VADIS, INC.
Ref. Number: W04000022825

We have received your document for VADIS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply 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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 104A00039842

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TALLAHASSEE, FLORIDA

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

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

2. DELAWARE 3. 59-3555336
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. NOVEMBER 30, 1998 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. 4310 PABLO OAKS COURT, JACKSONVILLE, FL 32224
(Principal office address)

P-O BOX 19366, JACKSONVILLE, FL 32245-9366
(Current mailing address)

8. To engage in any lawful business permitted by the Act or the laws of a jurisdiction in which the Company may do business.
(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: D.D.I., INC.

Office Address: 4310 PABLO OAKS COURT

JACKSONVILLE, Florida 32224
(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.



(Registered agent's signature)

Harry D. Francis, Vice President

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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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: **ROBERT D. DAVIS**

Address: **4310 PABLO OAKS COURT**

JACKSONVILLE, FL 32224

Vice Chairman: **N/A**

Address:

Director: **H. J. SKELTON**

Address: **4310 PABLO OAKS COURT**

JACKSONVILLE, FL 32224

Director: **A. DANO DAIVS**

Address: **4310 PABLO OAKS COURT**

JACKSONVILLE, FL 32224

B. OFFICERS

President: **H. J. SKELTON**

Address: **4310 PABLO OAKS COURT**

JACKSONVILLE, FL 32224

Vice President: **E. ELLIS ZAHRA, JR.**

Address: **4310 PABLO OAKS COURT**

JACKSONVILLE, FL 32224

Secretary: **JUDY B. MORGAN**

Address: **4310 PABLO OAKS COURT, JACKSONVILLE, FL 32224**

Treasurer: **SUSAN C. THORNE**

Address: **4310 PABLO OAKS COURT, JACKSONVILLE, FL 32224**

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

13. *Harry D. Francis*
(Signature of Director or Officer listed in number 12 of the application)

14. **HARRY D. FRANCIS, VICE PRESIDENT**
(Typed or printed name and capacity of person signing application)

VADIS, INC.

Addendum To The Application Listing Additional Officers And/Or Directors

Vice President: **H. D. Francis**
Address: **4310 Pablo Oaks Court**

Vice President: **David C. Clowe**
Address: **4310 Pablo Oaks Court**

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CLERK OF COURT
TALLAHASSEE, FLORIDA

Delaware

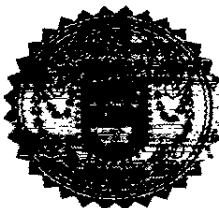
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VADIS, INC." 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, AS OF THE TWENTY-EIGHTH DAY OF MAY, A.D. 2004.

2971691 8300

040361188



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3141917

DATE: 05-28-04