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Office Use Only



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ACCOUNT NO. : 072100000032

REFERENCE

AUTHORIZATION

COST LIMIT : \$ 87.50

ORDER DATE: September 1, 2004

ORDER TIME : 10:47 AM

ORDER NO. : 870816-005

CUSTOMER NO: 4326591

CUSTOMER: Ms. Amy Coates

Fowler White Boggs Banker P.a.

Suite 1700

501 East Kennedy Boulevard

Tampa, FL 33602

FOREIGN FILINGS

NAME: GULFCO ACQUISITION, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX____ CERTIFIED COPY

___ PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER:

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBM REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. 1 Gulfco Acquisition, 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) (State or country under the law of which it is incorporated)

3. 20-1469750 (FEI number, if applicable) (Duration: Year corp. will cease to exist or "perpetual") (Date of incorporation) 6. Upon registration (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) 7 501 North Reo Street, Tampa, FL 33609 (Principal office address) 501 North Reo Street, Tampa, FL 33609 (Current mailing address) 8 Any lawful acts or activities for which corporations may be organized (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 NOT acceptable) Corporation Service Company Name: 1201 Hays Street Office Address: _____, Florida 32301 (Zin code) Tallahassee (City)

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

By: Cynthia L. Harris

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman:	James Resch
Address:	FO1 X (1 D O)
. 144, 455	Tampa, FL 33609
Vice Chairman:	
Director:	
Director:	
/ tudiess	
B. OFFICERS	
President:	
Address:	501 N I D
	Tampa, FL 33609
Vice President: _	
Address:	
Secretary:	James Resch
Address:	501 North Rec Street Tampa FI 33600
NOTE: If neces	ssary, you may attach at addendum to the application listing additional officers and/or directors.
13	LIGHT
	(Signature of Director or Officer listed in number 12 of the application)
14	James Resch, President
	(Typed or printed name and capacity of person signing application)

PAGE 1

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GULFCO ACQUISITION, 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 FIRST DAY OF SEPTEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GULFCO ACQUISITION, INC." WAS INCORPORATED ON THE THIRD DAY OF AUGUST, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

Warriet Smith Windson Socratory of State

AUTHENTICATION: 3327613

DATE: 09-01-04

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