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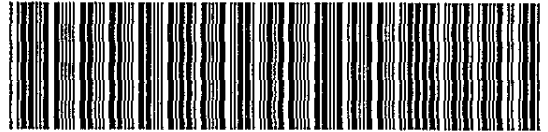
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January 20, 2005

VIA OVERNIGHT MAIL

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Si-All, Inc.

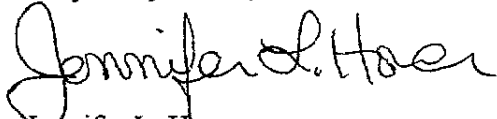
To Whom It May Concern:

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Enclosed please find an original and one copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida as well as a check in the amount of \$70.00 to cover the filing fee. Please file the original, file the copy, and retain as many copies as you need. I would appreciate it if you would return at least one filed copy to me in the enclosed self-addressed stamped envelope.

If you have any questions concerning this matter, please feel free to call me.

Very Truly Yours,



Jennifer L. Hover
Paralegal
Enclosures

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SI-ALL, 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:

Thomas L. Cuni, Esq.

(Name of Person)

Cuni, Ferguson & LeVay Co., L.P.A.

(Firm/Company)

10655 Springfield Pike

(Address)

Cincinnati, Ohio 45215

(City/State and Zip code)

For further information concerning this matter, please call:

Thomas L. Cuni, Esq.

(Name of Person)

at (513) 771-6768

(Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

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 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. SI-ALL, 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. Ohio

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

3. _____

(FEI number, if applicable)

4. January 9, 1997

(Date of incorporation)

5. perpetual

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

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 11908 Hatcher Circle, Orlando, Florida 32824

(Principal office address)

11908 Hatcher Circle, Orlando, Florida 32824

(Current mailing address)

8. See attached

(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)

Name: Ryuji Yamazaki

Office Address: 11908 Hatcher Circle

Orlando


(City)

, Florida 32824

(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)

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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A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Nobuo Abe

Address: 5-5-20 Shinmachi Nishi-Tokyo City, Tokyo, 202-0023 Japan

Director: Yachiyo Yamazaki

Address: 11908 Hatcher Circle, Orlando, Florida 32824

B. OFFICERS

President: Ryuji Yamazaki

Address: 11908 Hatcher Circle, Orlando, Florida 32824

Vice President: Yuichi Suzuki

Address: 3-10 Kaigan-Dori, Nakayama Building 5F, Naka-ku Yokohama City, Kanagawa, 231-0002 Japan

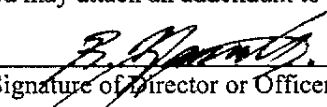
Secretary: Yachiyo Yamazaki

Address: 11908 Hatcher Circle, Orlando, Florida 32824

Treasurer: Yuichi Suzuki

Address: 3-10 Kaigan-Dori, Nakayama Building 5F, Naka-ku Yokohama City, Kanagawa, 231-0002 Japan

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. Ryuji Yamazaki, President
(Typed or printed name and capacity of person signing application)

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ADDITIONAL INFORMATION

8. The Corporation's purposes shall be defined and limited as follows:

A. **Purpose.** The nature of the business and the purposes to be conducted and promoted by the Corporation, is to engage solely in the following activities:

1. To engage in any lawful act or activity for which corporations may be formed under Florida Statutes 607 and 621.
2. To purchase or otherwise acquire, lease, assign, convey, mortgage, pledge or otherwise dispose of property, real or personal, tangible or intangible.
3. To subscribe for, and purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debenture, securities, obligations, notes and other evidences of indebtedness of any corporation, stock company or association, now or hereafter existing, whether domestic or foreign; and while owners of any of the said shares of capital stock or bonds or other property to exercise all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon, by proxy or otherwise to the same extent as natural persons could do.
4. To purchase, lease, or otherwise acquire, the whole or any part of the business, goodwill and assets of any person, firm, association or corporation, either foreign or domestic; to pay for the same in cash, the stock of this company, or otherwise; to sell or in any other manner to dispose of the whole or any part of the property so acquired.
5. To borrow money and issue, sell or pledge bonds, promissory notes, bills of exchange, debentures or other evidences of indebtedness, payable at a specified time or times, or payable upon the happening of a specified event or events, whether secured by mortgages, pledges or otherwise, or unsecured.
6. To carry on any business whatsoever which the corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its property or to promote its objects within this state, in other states or in foreign countries without restriction as to place or amount.

12. The additional Director is as follows:

Director: Ryuji Yamazaki

Address: 11908 Hatcher Circle, Orlando, Florida 32824

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TALLAHASSEE, FLORIDA

**United States of America
State of Ohio
Office of the Secretary of State**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show SI-ALL, INC., an Ohio corporation, Charter No. 966318, having its principal location in Fairfield, County of Butler, was incorporated on January 09, 1997 and is currently in GOOD STANDING upon the records of this office.

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TALLAHASSEE, FLORIDA



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 12th day of January, A.D. 2005*

J. Kenneth Blackwell

Ohio Secretary of State