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| Special Instructions to Filir | ng Officer:                             |           |
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### TRANSMITTAL LETTER

| TO: Registration S<br>Division of Co  |                                |  |                |            |
|---|--------------------------------|--|----------------|------------|
| SUBJECT: GMH M  | lanagement and Consulting      | Services, Inc.   |                |            |
|   |                                | ration - must include suffix)  |                |            |
| Dear Sir or Madam:  |                                |  |                |            |
|   | ce," and check are submitted   | for Authorization to Transac<br>to register the above reference          |                |            |
| Please return all corres  | spondence concerning this ma   | atter to the following:  |                |            |
| Gerard Hayes  |                                | · · · · · · · · · · · · · · · · · · ·                                    |                |            |
|   | (Nam                           | ne of Person)  |                |            |
| GMH Management an   | d Consulting Services, Inc.    |  |                |            |
|   | (Firm                          | ı/Company)   |                |            |
| 3530 1st Av N Suite :   | <b># 212</b>                   |  |                |            |
|   | (/                             | Address)   |                | •          |
| St Petersburg, FI 337   | 13                             |  |                |            |
| ot i dolobdig, i i ooi  |                                | ate and Zip code)  |                |            |
|   | ( )                            | ,  |                |            |
| For further information   | n concerning this matter, plea | se call:   |                |            |
| Gerard Hayes  | at (_727                       | ) 224-5342   |                |            |
| (Name of Pers   |                                | rea Code & Daytime Telepho   | ne Number)     | -          |
| STREET ADI Registration So Division of Co 409 E. Gaines Tallahassee, Fi Enclosed is a check for | ection<br>rporations<br>St.    | MAILING AD Registration Se Division of Cot P.O. Box 6327 Tallahassee, FI | ction FR 28    | K. A. Same |
| □ 10.00 r.mmg r.cc  | Certificate of Status          | Certified Copy   | 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.

| The second secon |   |  |
|--|---|--|
| corporation; must include "INCORPORATED," Corp," "Inc," "Co," or "Corp.")  | " "COMPANY," "CORPORATION,"   |  |
|  |   |  |
| able in Florida, enter alternate corporate name  | adopted for the purpose of transacting business in Florida)   |  |
| 3.   |   |  |
| under the law of which it is incorporated)   | (FEI number, if applicable)   |  |
| 5.   | Perpetual   |  |
| of incorporation)  | (Duration: Year corp. will cease to exist or "perpetual")   |  |
|  |   |  |
| (Date first transacted business in   |   |  |
| •  | 02, F.S., to determine penany habitry)  |  |
|  |   |  |
| (Principal office addr   | ress)   |  |
|  |   |  |
| (Current mailing addr  | ress)   |  |
| iness  | 78  |  |
| s) of corporation authorized in home state or co   | untry to be carried out in state of Florida)  |  |
| et address of Florida registered agent: (P.O   | untry to be carried out in state of Florida)  Box NOT acceptable)   |  |
| Gerard Hayes   | - SEE   |  |
| 2520 4nt Au M. Outto # 242   | 70  |  |
| 3530 1st Av N Suite # 212  |   |  |
| St Petersburg  |   |  |
|  | corp," "Inc," "Co," or "Corp.")  able in Florida, enter alternate corporate name  3.  under the law of which it is incorporated)  5.  c of incorporation)  (Date first transacted business in (SEE SECTIONS 607.1501 & 607.15  Suite # 212 St Petersburg, Fl 33713  (Principal office additional Suite # 212 St petersburg, Fl 33713  (Current mailing additiness  s) of corporation authorized in home state or coet address of Florida registered agent: (P.O.)  Gerard Hayes |  |

#### 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:

| A. DIRECTORS  |               |  |               |
|---|---------------|--|---------------|
| Chairman: Gerard Hayes  |               |  | <del></del> - |
| Address: 3530 1st AV N Suite # 212  | <u></u>       |  |               |
| St Petersburg, Fi 33713   |               | <u>, , , ,</u>                           | <del></del>   |
| Vice Chairman: Gerard Hayes   |               | <u> </u>                                 | <del></del>   |
| Address: 3530 1st Av N Suite # 212  | <del></del>   |  |               |
| St Petersburg,Fl 33713  |               |  | <del></del>   |
| Director: Gerard Hayes  |               |  |               |
| Address: 3530 1st Av N Suite # 212  |               |  | <del></del>   |
| St Petersburg,Fl 33713  |               |  |               |
| Director:   |               |  | <u>-</u>      |
| Address:  |               |  |               |
|   |               |  |               |
| President: Gerard Hayes  Address: 3530 1st Av N Suite # 212  St Petersburg, FI 33713  |               |  |               |
| Vice President: Gerard Hayes  | , <u></u>     | · · · · · · · · · · · · · · · · · · ·    |               |
| Address: 3530 1st Av N Suite # 212  |               |  |               |
| St Petersburg, FI 33713   |               | in S                                     |               |
| Secretary: Gerard Hayes   |               | 三三三                                      | CARREST TO    |
| Address: 3530 1st Av N Suite # 212 St Petersburg,Fl 33713   |               | 7.057                                    |               |
| Treasurer: Gerard Hayes   |               | MA 3                                     | 5             |
| Address: 3530 !st Av N Suite # 212 St Petersburg,Fl 33713   | · -           | 9.3                                      |               |
|   |               | 5/1                                      |               |
| NOTE: If necessary, you may attach an addendum to the application listing add  13. (Signature of Director or Officer listed in number 12 of the |               | d/or directors.                          |               |
| C = 0 + 0 0 11 + 1 + C 0 0 = C  | o apprioamon) |  |               |
| 14. (Typed or printed name and capacity of person signing a   | pplication)   | **.· · · · · · · · · · · · · · · · · · · | · · ·         |

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, non-profit corporations, corporation soles, 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, GMH MANAGEMENT AND CONSULTING SERVICES, 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 April 2, 2001, 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 on March 18, 2005.

centrary of State

fication Clerk