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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCT 3 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: EVE ERNST VETTER GMBH COMPANY
(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:

HEIKE BUSBY
(Name of Person)

ALLURE ACCOUNTING, LLC
(Firm/Company)

28000 SPANISH WELLS BLVD.
(Address)

BONITA SPRINGS, FL 34135
(City/State and Zip code)

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For further information concerning this matter, please call:

MARENA LOEFFLER at (239) 992-3355
(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 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. EVE ERNST VETTER GMBH COMPANY
(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. GERMANY
(State or country under the law of which it is incorporated)

3. N/A
(FEI number, if applicable)

4. JANUARY 22, 1990
(Date of incorporation)

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

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

7. UNTERE FELSENSTR. 29, 75180 PFORZHEIM, GERMANY
(Principal office address)

28000 SPANISH WELLS BLVD., BONITA SPRINGS, FL 34135
(Current mailing address)

8. THE INDUSTRIAL PRODUCTION AND RETAIL OF DENTAL PRODUCTS
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: ALLURE ACCOUNTING, LLC

Office Address: 28000 SPANISH WELLS BLVD.

BONITA SPRINGS (City), Florida 34135 (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.

[signature]
(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: ______

Address: ______

______

Vice Chairman: ______

Address: ______

______

Director: ______

Address: ______

______

Director: ______

Address: ______

______

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B. OFFICERS

President: HERMANN VETTER

Address: UNTERE FELSENSTRASSE 29, 75180 PFORZHEIM, GERMANY

______

Vice President: ______

Address: ______

______

Secretary: ______

Address: ______

Treasurer: ______

Address: ______

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

X 13. H. Vetter
(Signature of Director or Officer listed in number 12 of the application)

14. HERMANN VETTER, PRESIDENT
(Typed or printed name and capacity of person signing application)

– 200 – 300 – 400 – 500 – 600 – 700 – 800 – 900 – 1000

Handelsregister-**Abt. B**-des Amtsgerichts Pforzheim

Blatt .... (mit Fortsetzung Blatt ....)

HRB

...ung ...er	a) Firma b) Sitz c) Gegenstand des Unternehmens	Grundkapital oder Stammkapital DM	Vorstand Persönlich haftende Gesellschafter Geschäftsführer Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift b) Bemerkungen
	2	3	4	5	6	7
	a) Ernst Vetter GmbH b) Pforzheim d) Die industrielle Herstellung von und der Handel mit Dental-Produkten .	50.000.-- DM	Hermann Vetter, Kaufmann, Pforzheim	Rainer Guthmann, Pforzheim, ist Einzelprokurist.	Gesellschaft mit beschränkter Haftung. Der Gesellschaftsvertrag ist am 22.Januar 1990 errichtet. Die Gesellschaft wird, wenn nur ein Geschäftsführer vorhanden ist, durch diesen allein, wenn mehrere Geschäftsführer bestellt sind, durch je zwei Geschäftsführer gemeinsam vertreten. Den Geschäftsführern kann Alleinvertretungsbefugnis erteilt werden. Die Geschäftsführer sind befugt, die Gesellschaft bei der Vornahme von Rechtsgeschäften mit sich selbst oder als Vertreter eines Dritten uneingeschränkt zu vertreten. Der Geschäftsführer Hermann Vetter ist alleinvertretungsberechtigt.	a) 13. Februar 1990
			Jens Vetter, kaufmännischer Angestellter, Pforzheim		Durch Beschluß der Gesellschafterversammlung vom 7. Oktober 1996 ist der Gesellschaftsvertrag durch Einfügen der §§ 9 (Kündigung) und 10 (Tod eines Gesellschafters) ergänzt und der bisherige § 9 (Schlußbestimmungen) umbenannt in § 11. Jens Vetter, kaufmännischer Angestellter, Pforzheim, ist zum alleinvertretungsberechtigten Geschäftsführer bestellt.	a) 10. Oktober 1996
				Die Prokura für Rainer Guthmann ist erloschen.		a) 12. Oktober 1998
				Pablo Ullrich, Rottenburg, geboren am 1. September 1969 und Utz Neumann, Forst, geboren am 13. März 1969, sind Einzelprokuristen.	Der Geschäftsführer Jens Vetter ist verstorben.	a) 11. Juni 2001

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TALLAHASSEE, FLORIDA

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– 100 | – 200 | – 300 | – 400 | – 500 | – 600 | – 700 | – 800 | – 900 | – 1000

Handelsregister-**Abt. B**-des Amtsgerichts Pforzheim

Blatt 1 (mit Fortsetzung Blatt ....)

HRB 2[illegible]

...ung ... ...ner	a) Firma b) Sitz c) Gegenstand des Unternehmens	Grundkapital oder Stammkapital DM	Vorstand Persönlich haftende Gesellschafter Geschäftsführer Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift b) Bemerkungen
	2	3	4	5	6	7
				Die Prokura für Pablo Ullrich ist erloschen. Die Prokura für Utz Neumann ist erloschen. Hansjörg Mutscher, Niefern-Öschelbronn, geboren am 7. Januar 1955, ist Einzelprokurist.		a) 29. April 2003
				Wolfgang Karl-Heinz Queisser, Wiesbaden, geboren am 27. Mai 1947, ist Einzelprokura erteilt.		a) 3. Februar 2004
	a) EVE Ernst Vetter GmbH	26.000,00 €			Durch Beschluss der Gesellschafterversammlung vom 21. Oktober 2004 sind die Firma und der Gesellschaftsvertrag in § 1 (Firma) geändert. Durch Beschluss der weiteren Gesellschafterversammlung vom 21. Oktober 2004 ist das Stammkapital von DM auf Euro umgestellt, um 435,41 € auf 26.000,00 € erhöht und der Gesellschaftsvertrag in § 3 (Stammkapital) geändert.	a) 27. Oktober 2004
				Die Prokura für Hansjörg Mutscher ist erloschen. Dennis Vetter, Frankfurt am Main, geboren am 14. August 1980, ist Einzelprokura erteilt.		a) 25. Juli 2005

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Die unterstrichenen Zeilen sind im Handels-
register gerötet und somit gelöscht.

Die Übereinstimmung der Fotokopie mit den
Eintragungen im Register wird beglaubigt.

Pforzheim, 04. Aug. 2005

Amtsgericht Pforzheim
- Registergericht -

AMTSGERICHT PFORZHEIM

Wynendaele, Justizangestellte
als Urkundsbeamtin der Geschäftsstelle

Translation

COMMERCIAL REGISTRY – Dept. B – District Court Pforzheim **HRB 2717**
Sealed by the district court Pforzheim

Entry No.	**a) Company b) Domicile c) Kind of Business**	**Capital Stock in DM**	**Board of Directors Personally liable Shareholder CEO *Liquidator***	**Proxy**	**Legal relationship**	**a) Day of entry and signature b) Notes**
1	2	3	4	5	6	7
	a) Ernst Vetter GmbH b) Pforzheim c) The industrial production and *retail of dental* products	50,000 DM	Hermann Vetter, merchant, Pforzheim	Reiner Guthmann, Pforzheim, is a fully authorized officer.	Limited liability corporation. The articles of incorporation were filed on January 22nd, 1990. One CEO will manage the company, if only one CEO is appointed; if more than one CEO is appointed, two will manage the business together. The CEOs can be issued full power of attorney. The CEOs are allowed, to act on behalf of the company in legal transactions. The CEO Hermann Vetter has full power of attorney.	a) Feb. 19th, 1990 (signature)

Entry No.	d) Company e) Domicile f) Kind of Business	Capital Stock in DM	Board of Directors Personally liable Shareholder CEO Liquidator	Proxy	Legal relationship	a) Day of entry and signature b) Notes
1	2	3	4	5	6	7
2			Jens Vetter, commercial clerk, Pforzheim		By resolution passed at the shareholder meeting on October 7th, 1996 the Articles of Incorporation were amended by adding articles 9 (termination) and 10 (death of shareholder) and the existing article 9 (final clause) was changed into article 11. Jens Vetter, commercial clerk, Pforzheim, was appointed CEO with full power of attorney.	a) October 10th, 1996 (signature)
3				The full power of attorney for Reiner Guthmann has lapsed.		a) October 12, 1998 (signature)
4				Pablo Ulrich, Rottenburg, born September 1, 1969 and Utz Neumann, Forst, born March 13, 1969, are fully authorized officers.	The CEO Jens Vetter is deceased.	a) June 11, 2001 (signature)

Entry No.	g) Company h) Domicile i) Kind of Business	Capital Stock in DM	Board of Directors Personally liable Shareholder CEO Liquidator	Proxy	Legal relationship	a) Day of entry and signature b) Notes
1	2	3	4	5	6	7
5				<u>The full power of attorney for Pablo Ullrich has lapsed. The full power of attorney for Utz Neumann has lapsed. Hansjoerg Mutscher, Niefern-Oeschelbronn, born January 7, 1955 is a fully authorized officer.</u>		a) April 29th, 2003 (signature)
6				Wolfgang Karl-Heinz Queisser, Wiesbaden, born May 27, 1947, has full power of attorney.		a) February 3, 2004 (signature)

Entry No.	j) Company k) Domicile l) Kind of Business	Capital Stock in DM	Board of Directors Personally liable Shareholder CEO Liquidator	Proxy	Legal relationship	a) Day of entry and signature b) Notes
1	2	3	4	5	6	7
7	a) EVE Ernst Vetter GmbH	€26,000.00			By resolution of the shareholder meeting on October 21, 2004 the company and the Articles of Incorporation in article 1 (company) were amended. It was also resolved by shareholder meeting on October 21, 2004 that the capital stock is changed from DM to Euro, increased by €435.41 to €26,000.00 and the articles of incorporation in article 3 (capital stock) were amended.	a) October 27, 2005 (signature)
8				<u>The full power of attorney for Hansjoerg Mutscher has lapsed.</u> Dennis Vetter, Frankfurt/Main, born August 14, 1980 has full power of attorney.		a) July 25th, 2005 (signature)

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TALLAHASSEE, FLORIDA

I hereby certify that I am conversant in the English and German languages, and that, to the best of my knowledge and belief, the above is a true and correct translation of the document attached titled: Handelsregister – Abt. B des Amtsgerichts Pforzheim

Heike Busby

September 22, 2005

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