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From:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

GYRA GROUP, INC

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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. Gyra Group, 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. Delaware 3. 76-0809767
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 3, 2003 5. perpetual
(Date of incorporation) (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. 14025 Riveredge Drive, Suite 505, Tampa, Florida 33637
(Principal office address)
- 14025 Riveredge Drive, Suite 505, Tampa, Florida 33637
(Current mailing address)

8. Debt settlement services
(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: Stephen Koch

Office Address: Koch & Associates, P.A., 500 E. Kennedy Blvd., Suite 100
Tampa, Florida 33602
(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.

By: Stephen Koch

(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. DIRECTORSChairman: Preston O. Duppins, Jr.Address: 14025 Riveredge Drive, Suite 505Tampa, Florida 33637

Vice Chairman: _____

Address: _____

Director: Mark WilliamsAddress: 14025 Riveredge Drive, Suite 505Tampa, Florida 33637Director: Michele A. StantonAddress: 14025 Riveredge Drive, Suite 505Tampa, Florida 33637**B. OFFICERS**President: Preston O. Duppins, Jr.Address: 14025 Riveredge Drive, Suite 505Tampa, Florida 33637Vice President: Mark WilliamsAddress: 14025 Riveredge Drive, Suite 505Tampa, Florida 33637Secretary: Michele A. StantonAddress: 14025 Riveredge Drive, Suite 505, Tampa, Florida 33637Treasurer: Michele A. StantonAddress: 14025 Riveredge Drive, Suite 505, Tampa, Florida 33637

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. Preston O. Duppins, Jr., President

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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Delaware

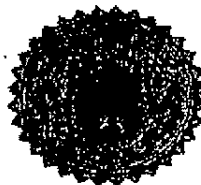
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GYRA GROUP, 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 SIXTH DAY OF JANUARY, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GYRA GROUP, INC." WAS INCORPORATED ON THE FIFTH DAY OF DECEMBER, A.D. 2005.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4428773

060014279

DATE: 01-06-06

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