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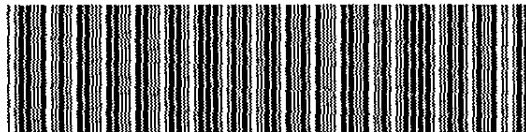
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BEST & FLANAGAN LLP
ATTORNEYS AT LAW

225 South Sixth Street, Suite 4000
Minneapolis, Minnesota 55402-4600
Telephone 612 339 7121
Facsimile 612 339 5897
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TALLAHASSEE, FLORIDA



July 25, 2006

By Federal Express
Florida Secretary of State
Division of Corporations
R. A. Gray Building
500 South Bronough Street
Tallahassee, Florida 32399

RE: Paradise Bar, Inc. (A Delaware Corporation)

Dear Sir or Madam:

Enclosed for filing with the Florida Secretary of State please find Application By Foreign Corporation For Authorization to Transact Business in Florida, original and one photocopy.

I also enclose Florida's Cover Letter regarding this filing, a Certificate of Good Standing issued by the Delaware Secretary of State, and a check in the amount of \$87.50 to cover the filing fee, a Certificate of Status, and one certified copy of the filing. Please forward the Certificate of Status and certified copy of the filing to the undersigned.

If you have any questions concerning this filing, please phone me at (612) 843-5803.

Thank you for your assistance with this filing.

Sincerely,

Michael K. Galeski
Paralegal

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cc: Leonard M. Addington, Esq.

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Paradise Bar, 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:

Michael K. Galeski, Paralegal

(Name of Person)

Best & Flanagan LLP

(Firm/Company)

225 S. 6th St. -- #4000

(Address)

Minneapolis, MN 55402

(City/State and Zip code)

For further information concerning this matter, please call:

Michael K. Galeski

(Name of Person)

at (612) 843-5803

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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. Paradise Bar, 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. Minnesota

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

3. 20-5044041

(FEI number, if applicable)

4. May 30, 2006

(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. 473 Bahia Avenue, Key Largo, FL 33037-4347

(Principal office address)

473 Bahia Avenue, Key Largo, FL 33037-4347

(Current mailing address)

8. _____

(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: Harvey C. Vogel, Jr.

Office Address: 473 Bahia Avenue


Key Largo, Florida 33037-4347

(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.


(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.

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TREASURY
FLORIDA

12. Names and business addresses of officers and/or directors:

See Attached.

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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STATE OF FLORIDA
TALLAHASSEE

B. OFFICERS

See Attached.

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. _____

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

Robert W. Verhey: Vice President and Secretary

ATTACHMENT
TO
APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS
IN FLORIDA

PARADISE BAR, INC.
(A Delaware Corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Directors

The Corporation's directors:

Tracy B. Atwood
473 Bahia Avenue
Key Largo, FL 33037-4347

Robert W. Verhey
473 Bahia Avenue
Key Largo, FL 33037-4347

Harvey C. Vogel, Jr.
473 Bahia Avenue
Key Largo, FL 33037-4347

13. Officers

The Corporation's officers:

Harvey C. Vogel, Jr. President and Treasurer
473 Bahia Avenue
Key Largo, FL 33037-4347

Robert W. Verhey Vice President and Secretary
473 Bahia Avenue
Key Largo, FL 33037-4347

Tracy B. Atwood Vice President
473 Bahia Avenue
Key Largo, FL 33037-4347

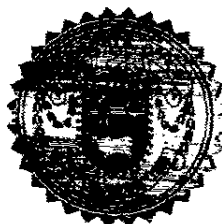
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PARADISE BAR, 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 NINTH DAY OF JUNE, A.D. 2006.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



4166933 8300

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4815940

DATE: 06-09-06