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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

Walallan Holdings, 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. Walallan Holdings, 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. 13-3955868
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 25, 1997 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 Section 607.1501 & 607.1502, F.S., to determine penalty liability)

7. c/o Allan Riley Company, Inc. 645 Fifth Avenue, Suite 904 New York, NY 10022
(Principal office address)
- c/o Allan Riley Company, Inc. 645 Fifth Avenue, Suite 904 New York, NY 10022
(Current mailing address)

8. To own and operate commercial real property
(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: Clifford I. Hertz, P.A.

Office Address: One No. Clematis St., Suite 500
West Palm Beach, Florida 33401
(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 T. Baez as attorney-in-fact

(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.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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

A. DIRECTORS

Director: Allan J. Riley

Address: c/o Allan Riley Company, Inc. 645 Fifth Avenue, Suite 904
New York NY 10022

Director: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President Allan J. Riley

Address: c/o Allan Riley Company, Inc. 645 Fifth Avenue, Suite 904
New York NY 10022

Address: _____

Vice President Robert Quesada

Address: c/o Allan Riley Company, Inc. 645 Fifth Avenue, Suite 904
New York NY 10022

Secretary Robert Quesada

Address: c/o Allan Riley Company, Inc. 645 Fifth Avenue, Suite 904
New York NY 10022

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. Allan J. Riley

by T. Baez as attorney-in-fact

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

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WALALLAN HOLDINGS, 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 TWELFTH DAY OF OCTOBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WALALLAN HOLDINGS, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF JUNE, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
ALABAMA FLORIDA



2766328 8300

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5109550

DATE: 10-12-06