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(Address)

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(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

5/2/07

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** National Professional Exchange, Inc.  
(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Tennie Sedlacek

(Name of Person)

Incorp Services, Inc.

(Firm/Company)

315 E. Patrick Lane, Suite 1

(Address)

Las Vegas, NV 89120-3481

(City/State and Zip Code)

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For further information concerning this matter, please call:

Tennie Sedlacek

(Name of Person)

at ( 702 ) 866-2689

(Area Code & Daytime Telephone Number)

**MAILING ADDRESS:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**

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

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 NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO  
CONDUCT ITS AFFAIRS IN FLORIDA**

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN  
THE STATE OF FLORIDA:

1. National Professional Exchange, Inc.  
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Nevada 3. 20-5206671  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7-19-06 5. \_\_\_\_\_  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 4-30-07  
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 25926 Chaffee Ct.  
(Principal office address)  
Mechanicsville MD 20659  
(Current mailing address)
8. Govt contracting  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)  
Name: Incorp Services, Inc  
Office Address: 17888 6<sup>th</sup> Court North  
Loxahatchee, Florida 33470  
(City) (Zip Code)

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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.*

Incorp Services, Inc. By Jennie Adlared C.O.O.  
(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 addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: Sharon Bell  
25926 Chaffee Court #  
Mechanicsville, MD 20659

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS**

President: \_\_\_\_\_

Address: John Keathley  
3155 E. Patrick Lane, Ste 1  
Las Vegas NV 89120-3481

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: Tim Bell  
3155 E. Patrick Lane, Ste 1 Las Vegas, NV 89120-3481

Treasurer: \_\_\_\_\_

Address: Martin Fairclough  
3155 E. Patrick Lane Ste 1 Las Vegas 89120-3481

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

13. \_\_\_\_\_

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. \_\_\_\_\_

Sharon Bell Managing Director  
(Typed or printed name and capacity of person signing application)

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STATE OF NEVADA



ROSS MILLER  
*Secretary of State*

SCOTT W. ANDERSON  
*Deputy Secretary  
for Commercial Recordings*

OFFICE OF THE  
SECRETARY OF STATE

DOUG ANSELL  
3155 E. PATRICK LANE SUITE 1  
LAS VEGAS, NV 89120-3481

April 25, 2007

**Job** C20070425-1263  
**Number:**

**Job Contents:**  
**Web Certificate of Good Standing** 1  
**Short(s):**

**Special Handling Instructions:**

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3155 E. PATRICK LANE SUITE 1  
LAS VEGAS, NV 89120-3481

# SECRETARY OF STATE



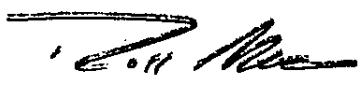
## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, 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, **NATIONAL PROFESSIONAL EXCHANGE, INC.**, as a non-profit corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since July 19, 2006, 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 April 25, 2007.



  
ROSS MILLER  
Secretary of State

Electronic Certificate  
Certificate Number: C20070425-1263  
You may verify this electronic certificate  
online at <http://secretaryofstate.biz/>

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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