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Special Instructions to Filing Officer:				



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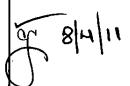
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Office Use Only



COVER LETTER

	ing Section of Corporations					
SUBJECT:	LOOKIN	UP	ENTERPRIS	ES IN	C	
			poration - must inc		<u> </u>	
Dear Sir or Mada	am:					
"Certificate of E	pplication by Foreig xistence," or "Certif I foreign corporation	icate of Go	ood Standing" and	check are si		
Please return all	correspondence con	cerning thi	s matter to the follow	owing:		
	DIANA L	- 01	CONNECL			
		N	lame of Person		· · · · · · · · · · · · · · · · · · ·	
(LOOKIN UP	ENT	ERPRISES			
		1.1	m/Company			
	970 FRA	ANKLI	V CT			
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For further inform	mation concerning th	nis matter,	please call:			
DIANA Name of	O CONNELL f Person	at (727) 24 Area Code & Da	$\frac{9-58}{\text{ytime Telep}}$	378 Shone Number	501.
						SECRETA SIVISION OF 2011 AUG -
New Fili Division Clifton E 2661 Exe	r/COURIER ADD ing Section of Corporations Building ecutive Center Circle see, FL 32301		r L	New Filing S	Co rp orations 27	TARY OF STATE OF CURRENBATIC OF
Enclosed is a che	ck for the following	amount:				
70.00 Filin		Filing Fee atte of State		ling Fee & Copy	\$87.50 F. Certificat Certified	te of Status &



FLORIDA DEPARTMENT OF STATE Division of Corporations

August 1, 2011

DIANA L O'OCONNELL 970 FRANKLIN CT PALM HARBOR, FL 34683

SUBJECT: LOOKIN UP ENTERPRISES INC

Ref. Number: W11000040138

We have received your document for LOOKIN UP ENTERPRISES INC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden Regulatory Specialist II New Filing Section

Letter Number: 011A00018046

DIVISION OF CORPORATIONS

2011 AUG - L PH 2-1

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. LOOKIN UP ENTERPRISES INC
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "lnc.," "Co.," "Corp," "lnc," "Co," or "Corp.") LOTTO BOAT (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida) 2. COLORADO
(State or country under the law of which it is incorporated)
4. 13 APRIL 2005
(Date of incorporation)

5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual") (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) FRANKLIN CT, PALM HARBOR, FL 34683 (Current mailing address) BOAT CLUB, BOAT SALES AND RENTALS

(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) DIANA D'CONNELL

970 FRANKLIN CT

PALM HARBOR, Florida 34683

(City) (Zin code) Name: Office Address: 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.

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.

Wiana D'Connoll

12. Names and business addresses of officers and/or directors:	SECRETARY OF STATE		
A. DIRECTORS	OIVISION OF CORPORATION		
Chairman: DIANA L O'CONNELL	2011 AUG -4 PM 3: 49		
Address: 970 FRANKLIN'CT			
PALM HANLBOR F. 38683			
Vice Chairman:			
Address:			
Director:			
Address:			
Director:			
Address:	······		
B. OFFICERS			
President: ALEX L ATTEBERRY Address: 970 FRANKLIN CT			
Address: 970 FRANKLIN CT			
PALM HARBOR, FL 34683			
Vice President:			
Address:			
Secretary: ASHLEY RUSSELL	<u> </u>		
Address: 2757 5-4 COURT, PALM HARBOR, FO	_ 34684		
Treasurer:			
Address:			
NOTE: If necessary, you may attach an addendum to the application listing additional o	fficers and/or directors.		
13. Diana of O'Connell			
Signature of Director or Officer The officer or director signing this document (and who is listed in number 12 above) affir	rms that the facts stated herein		
are true and that he or she is aware that false information submitted in a document to the third degree felony as provided for in s.817.155, F.S.	Department of State constitutes a		
14. Diana L. D'Connell			
(Typed or printed name and canacity of person signing application	າກ)		

OFFICE OF THE SECRETARY OF STATE OF THE STATE OF COLORADO

CERTIFICATE

I, Scott Gessler, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

Lookin Up Enterprises, Inc.

is a Corporation formed or registered on 04/13/2005 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20051154811.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 07/29/2011 that have been posted, and by documents delivered to this office electronically through 08/01/2011 @ 21:22:33.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 08/01/2011 @ 21:22:33 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 8008521.

OF COLOR

DIVISION OF CORPORATION

Secretary of State of the State of Colorado

Nance: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately volid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, http://www.sos.state.co.us/ric/certificate/SearchCriteria.do entering the certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, http://www.sos.state.co.us/click Business Center and select 'Frequenty Asked Questions.'