

F9500000515
TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

41000001 321532M
02/01/95--01115--004
*****70.00 *****70.00

SUBJECT: DK ASSET MANAGEMENT, INC.
(Name of corporation)

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:

John N. Giordano, Esquire
(Name of Person)
Bush, Ross, Gardner, et al
(Firm/Company)
220 South Franklin Street
(Address)
Tampa, Florida 33602
(City, State and Zip Code)

55 JAN 31 AM 11:59
STANDARD STATE
CORPORATIONS
mtm

Should you need to call someone concerning this matter, please call:

Barbara Williams at (813) 224-9255
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 19, 1994

JOHN N. GIORDANO
220 SOUTH FRANKLIN STREET
TAMPA, FL 33602

SUBJECT: DK ASSET MANAGEMENT, INC.
Ref. Number: W94000026826

55 JAN 31 AM 11:59
RECEIVED
CORPORATIONS
DIVISION

We have received your document for DK ASSET MANAGEMENT, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$70.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Number 6 of the application must be completed. If the corporation has not transacted business or conducted its affairs in Florida because it has not received confirmation from this office, please insert the words "upon qualification" in lieu of a date.

Please return 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 (904) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 894A00053484

**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. DK Asset Management, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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.)
2. Texas 3. 75-2545865
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 17, 1994 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 5310 Harvest Hill Road, Suite 186
Dallas, TX 75230
(Current mailing address)
8. Serving as general partner of DELI Keys, Ltd.
(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:

Name: John N. Giordano, Esquire
Office Address: 220 South Franklin Street
Tampa, Florida, 33602
(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Charles Robert Cole

Address: 5310 Harvest Hill Road, Suite 186

Dallas, Texas 75230

Director: C.F.K. Cole

Address: 5310 Harvest Hill Road, Suite 186

Dallas, Texas 75230

B. OFFICERS

President: Charles Robert Cole

Address: 5310 Harvest Hill Road, Suite 186

Dallas, TX 75230

Vice President: C.F.K. Cole

Address: 5310 Harvest Hill Road, Suite 186

Dallas, Texas 75230

Secretary: C.F.K. Cole

Address: Same as above

Treasurer: C.F.K. Cole

Address: Same as above

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

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

14. Charles Robert Cole, President
(Typed or printed name and capacity of person signing application)

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COMMUNICATIONS SECTION



The State of Texas

SECRETARY OF STATE

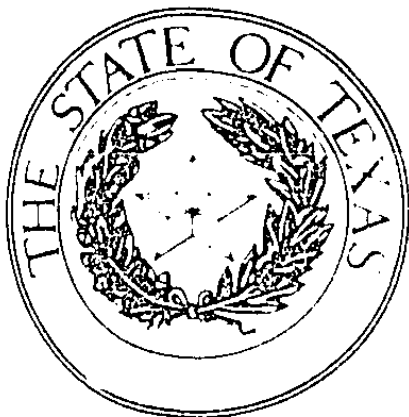
IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

DK ASSET MANAGEMENT, INC.

65-188061 1011:59

were filed in this office and a certificate of incorporation was issued on
JUNE 17, 1994;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on December 12, 1994.*

Russell Kirk DEM
Secretary of State

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-07/17/96--01070--013
****215.00 ****215.00

July 16, 1996

REPLACEMENT FEE 1996

ANNUAL REPORT: DK ASSET
MANAGEMENT, INC.

DEBIT MEMO: # 63912-D

CHECK #: 1019