

F95000001896

MARSHLEY, JAMES A. CLERK, F.A.
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April 13, 1995

Florida Department of State
P. O. Box 6327
Tallahassee, FL 32314

800001458688
-04/18/95--01038--020
*****87.50 *****87.50

Re: Telstar Consulting, Inc.

Dear Sir or Madam:

Please find enclosed the original Application by Foreign Corporation for Authorization to Transact Business in Florida for the above-captioned company, along with the Certificate of Good Standing of Telstar, Inc., the Nevada corporation, a resolution from Telstar, Inc. adopting the name "Telstar Consulting, Inc. for use in Florida," and our firm check in the amount of \$87.50 for your filing fee. I am also enclosing a copy of the Application and would appreciate your file stamping it and returning it to me in the enclosed self-addressed envelope.

If you have any questions or need additional information please do not hesitate to contact me at (904) 798-9401.

Very truly yours,

Corinne P. McClure

Corinne P. McClure
Legal Assistant

cpm

cc: Telstar, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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CORPORATE RESOLUTION

TELSTAR, INC.


The undersigned, being the sole director of Telstar, Inc., a Nevada corporation (the "Corporation"), hereby consents to the adoption of the following resolutions without a meeting of the Corporation's Board of Directors pursuant to Section 78.325 of the Nevada Business Corporation Act:

RESOLVED, that the Corporation shall qualify to do business in the state of Florida; and

FURTHER RESOLVED, that the Corporation adopts the alternate corporate name, Telstar Consulting, Inc., for use in Florida; and

FURTHER RESOLVED, that the proper officers of the Corporation are, and each of them hereby is, authorized to do all acts and things and execute, deliver and file such documents and instruments as may be necessary or advisable to carry out the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned has executed this written consent effective as of the 12th day of April, 1995.


Ron LeGrand, Director

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DIVISION OF CORPORATIONS
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Telstar Consulting, Inc.*
(Name of corporation: must include the words "INCORPORATED", "COMPANY", "CORPORATION" or words of 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. Nevada 3. 59-3298746
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 4, 1995 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. 3001 Hartley Road
Jacksonville, Florida 32257
(Current mailing address)
8. To engage in any lawful activity
(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: Rax Co.
Office Address: c/o Mahoney Adams & Criser, P.A.
3400 Barnett Center
50 N. Laura Street
Jacksonville, Florida, 32202
(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.

Ralph R. R. R. R.
(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.

*See Attached Resolution

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Ron LeGrand

Address: 3057 Haley Lane

Jacksonville, Florida 32257

Director: _____

Address: _____

B. OFFICERS

President: Ron LeGrand

Address: 3057 Haley Lane

Jacksonville, Florida 32257

Secretary: Ron LeGrand

Address: 3057 Haley Lane

Jacksonville, Florida 32257

Treasurer: Ron LeGrand

Address: 3057 Haley Lane

Jacksonville, Florida 32257

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

13.

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

14.

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

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DIVISION OF CORPORATIONS
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SECRETARY OF STATE



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CERTIFICATE OF CORPORATE EXISTENCE (EXCLUDING AMENDMENTS)

I, DEAN HELLER, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **TELSTAR, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, 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, in Carson City, Nevada, this 31st day of March, 1995.

Dean Heller

Secretary of State

By *Dieter J. L. Lash*
Certification Clerk

F95000001896

October 16, 1995

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Telstar Consulting, Inc.
(Nevada Corporation Doing Business in Florida)
Document No. F95000001896

Dear Sir or Madam:

Please change your records to indicate a change of address for the above-captioned corporation from:

3001 Hartley Road
Jacksonville, FL 32257

to:

9799 St. Augustine Road
Jacksonville, FL 32257

Thank you for your cooperation.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Corinne P. McClure

Corinne P. McClure
Legal Assistant

cc: Results Publishing, Inc.
Ralph R. Wickersham, Esq.

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