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DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032
REFERENCE : 583771 82150A
AUTHORIZATION : *Patricia Pizut*
COST LIMIT : 9 122.50

ORDER DATE : April 24, 1995

ORDER TIME : 9:06 AM

ORDER NO. : 583771

600001462816

CUSTOMER NO: 82150A

CUSTOMER: Mr. Jose Mojica
X1 Corporate Services
62 White Street

New York, NY 10013

FOREIGN FILINGS

NAME: NNEKASHA ASSOCIATES, LTD.,
INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

4/24

**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. NNEKASHA ASSOCIATES, LTD., INC.
(Name of corporation: the word "INCORPORATED," "COMPANY," 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.)
2. NEW YORK
(State or country under the law of which it is incorporated)
3. March 24, 1995 4. PERPETUAL
(Date of Incorporation) (Duration)
5. 11-2941770
(Federal Employer Identification number, if applicable)
6. UPON QUALIFICATION
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 381 PARK AVE. SOUTH, STE 601, N.Y., N.Y. 10019
(Current mailing address)
8. TO ENGAGE IN THE BUSINESS OF PROJECT MANAGEMENT, REENGINEERING, CONSULTING, AND BUSINESS AND FINANCIAL CONSULTING AND PLANNING.
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: ERROL HANCHARD
Address: 381 PARK AVE. SOUTH, STE 601
NEW YORK, N.Y. 10016

Vice Chairman: _____
Address: _____

Director: SAME AS ABOVE
Address: _____

Director: _____
Address: _____

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B. Officers:

President: ERROL HANCHARD
Address: 281 PARK AVE. SOUTH, STE 601
NEW YORK, N.Y. 10016

Vice President: _____
Address: _____

Secretary: SAME AS ABOVE
Address: _____

Treasurer: SAME AS ABOVE
Address: _____

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(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: XL CORPORATE SERVICES, INC.
Office Address: 4435 OLD WINTER GARDEN ROAD
ORLANDO, Florida 32811
Zip Code

11. 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: _____

Marc Muel
Marc Muel, Asst Secy XL Corporate Services Inc.

12. 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.

13. X *Errol Hanchard*
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. ERROL HANCHARD, PRESIDENT
(Name and capacity of person signing application)

**State of New York | ss:
Department of State**

I hereby certify, that the certificate of incorporation of NNEKASHA ASSOCIATES, LTD. was filed on 03/24/1995, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of April
one thousand nine hundred and
ninety-five.

Alexander F. Trenchwell



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