

APR-27-1995 05:35 FROM THE COMPANY CORP TO 1984 248 P.8

F95000002090

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: THE COMPANY CORPORATION
201 N WALNUT ST
CHRISTINA CENTRE THREE
WILMINGTON DE 19801-
CONTACT: KIMBERLY ANDRAS
PHONE: (302) 575-0440
FAX: (302) 575-1346

((H95000004769)))
QUALIFICATION

DOCUMENT TYPE: FOREIGN PROFIT

NAME: THE MATHews GROUP INC.
FAX AUDIT NUMBER: H95000004769
DATE REQUESTED: 04/28/1995
CERTIFIED COPIES: 0
NUMBER OF PAGES: 3
ESTIMATED CHARGE: \$70.00
CURRENT STATUS: REQUESTED
TIME REQUESTED: 09:37:50
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER:

076660001006

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000004769)))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

S 4/28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 29 PM 2:05

RECEIVED
FROM: 000000
000000

895000004769

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 807.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. The Mathews Group, 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. Nevada
(State or country under the law of which it is incorporated)
3. applied for
(FBI number, if applicable)
4. Dec. 13, 1994
(Date of incorporation)
5. perpetual
(Duration Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 807.1501, 807.1502, and 817.155, F.S.)
7. 1020 GUAVA ISLE
Ft. Lauderdale, FL. 33315
(Current mailing address)
8. Service (Business Related Services) and
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) any lawful act or activity for which corporations may be organized
9. Name and street address of Florida registered agent:
Name: Jan H. Mathews
Office Address: 1020 Guava Isle
Ft. Lauderdale, Florida, 33315
(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.

Jan H. Mathews
(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.
Submitted by: K Andras, The Company Corp., 201 N. Walnut St., Wilmington, DE 19801
895000004769

895000004769

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

A. DIRECTORS

Chairman: Tan H. Matthews
Address: 1020 Guava Isle
Ft. Lauderdale, FL 33315

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: Tan H. Matthews
Address: 1020 Guava Isle
Ft. Lauderdale, FL 33315

Vice President: Same
Address: _____

Secretary: TAN H. MATTHEWS
Address: 1020 Guava Isle
Ft. Lauderdale, FL 33315

Treasurer: Same
Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 29 PM 2:06

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

13. Tan H. Matthews
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Tan H. Matthews President
(Typed or printed name and capacity of person signing application)

895000004769

SECRETARY OF STATE



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, THE MATHEWS GROUP, 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 8th day of April, 1995.

Dean Heller

Secretary of State

By *Frederick J. Benson*
Certification Clerk

FILED
SECRETARY'S OFFICE
DIVISION
APR 28 PM 2:15