

F950000024/6

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

500001450255
-04/07/95--01027--006
*****70.00 *****70.00

SUBJECT:

Pooled Resources Ltd

(Name of corporation - must include suffix)

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:

Mary Ann Carlson

(Name of Person)

Accurate Accounting

(Firm/Company)

2955 Hartley Rd #204

(Address)

Jacksonville FL 32250

(City, State and Zip Code)

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

Mary Ann Carlson

(Name of Person)

at (

904) 262-7034

Area Code & Daytime Telephone Number

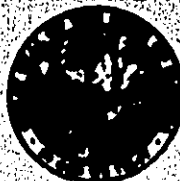
95/17
95 MAY 17 AM 11:11
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 7, 1995

MARY ANN CARLSON
ACCUWRITE ACCOUNTING
2955 HARTLEY RD #204
JACKSONVILLE, FL 32257

SUBJECT: POOLED RESOURCES LTD.
Ref. Number: W95000007552

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 AM 11:11

We have received your document for POOLED RESOURCES LTD. 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 name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please give a complete date, including the year, on line 6.

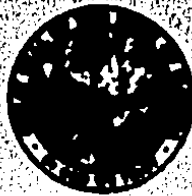
Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 595A00015963



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 20, 1995

**MARY ANN CARLSON
ACCUWRITE ACCOUNTING
2955 HARTLEY RD #204
JACKSONVILLE, FL 32257**

**SUBJECT: POOLED RESOURCES LTD.
Ref. Number: W95000007552**

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 AM 11:11**

We have received your resolution adopting another name for use in the state of Florida; however, the other corrections requested in our previous letter have not been made.

Please give a complete date, including the year, on line 6.

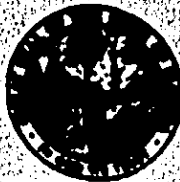
Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 195A00018674



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 26, 1995

MARY ANN CARLSON
ACCUWRITE ACCOUNTING
2955 HARTLEY RD #204
JACKSONVILLE, FL 32257

SUBJECT: POOLED RESOURCES OF MANDARIN LTD., INC.
Ref. Number: W95000007552

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 AM 11:11

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 795A00019662

May 2, 1995

Fl. Department of State
Div. of corporations
P O Box 6327
Tallahassee, Fl. 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 AM 11:11

RE: Pooled Resources of Mandarin Ltd. Inc.

Gentlemen.

This is in response to your letter April 26 1995.

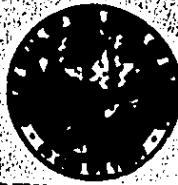
Although, the above taxpayer moved to Florida 8-1-94, there was no business transacted for 1994. The intentions are to begin January 1, 1995. It was an error in the completeness of the form, reading it as first time located in Florida, not as first time doing business in Florida. We have enclosed a copy of the Corporation tax return filed for 1994 as still being a New York Corporation doing business in New York and having taxable income in New York. The corporation officer moved to Florida in order to begin to set up contacts and, hold meetings in order to acquire contracts.

We are sorry for the mis understanding and are in hopes that this will clear the matter up and we can go forward.

Please let us know if there is additional information needed.

Regards,

Mary Ann Carlson
Mary Ann Carlson



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

4, 1995

ANN CARLSON
ACCUWRITE ACCOUNTING
2955 HARTLEY RD #204
JACKSONVILLE, FL 32257

SUBJECT: POOLED RESOURCES OF MANDARIN LTD., INC.
Ref. Number: W95000007552

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 AM 11:11

We have received your letter concerning the date first transacted business in Florida; however, as noted in our previous letter, a sworn affidavit must be submitted.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 895A00021722

May 15 1995

Fl. Department of State
Div. of Corporations
P O Box 6327
Tallahassee, FL 32314

RE: Pooled Resources of Mandarin Ltd, Inc.

Gentlemen:

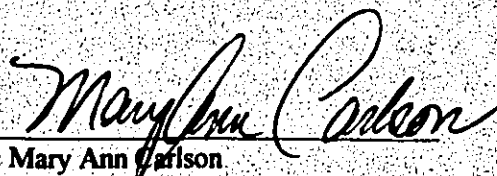
This is in response to your letters.

Although, the above taxpayer moved to Florida 8-1-94, there was no business transacted for 1994. The intentions are to begin January 1, 1995. It was an error in the completeness of the form, reading it as first time located in Florida not as first time doing business in Florida. Therefore:

- 1- erroneous information was listed on the application originally submitted and;
- 2- the correct date the corporation began transacting business in Florida does not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

We hope that this will clear the matter up and we can go forward.

Sworn to this 15th day of May, 1995.


Mary Ann Carlson

May 15, 1995
Notary: 



TARA R. SMITH
My Commission CO422947
Expires Dec. 08, 1998
Bonded by FHM
800-488-1888

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 AM 11:11

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Stephen Q. Poole, do hereby certify
that this Resolution of the Board of Directors of Pooled Resources, Ltd.
a corporation duly organized and existing under the laws of the State of New York,
was duly adopted on 18th April, 1995.

Resolved, that Pooled Resources, Ltd., organized
and existing in the State of New York, hereby adopts the
name Pooled Resources of Mandarin Ltd, Inc. for use in Florida.

Dated: 18 April 1995

Step Poole
Signature of at least one director

Witnessed 18 April 1995
Mary Ann Carlson



"OFFICIAL SEAL"
Mary Ann Carlson
My Commission Expires 11/21/98
Commission #CC 421326

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 AM 11:11

**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. Pooled Resources Ltd.
(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. New York
(State or country under the law of which it is incorporated)
3. 14-1765899
(FEI number, if applicable)
4. 10/27/93
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 8-1-94
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. P.O. Box 835
Jacksonville FL 32201
(Current mailing address)
8. Computer Programming
(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: Mary Ann Carlson
Office Address: 2955 Wintley Rd #204
Jacksonville, Florida, 32257
(Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 AM 11:11

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.

Mary Ann Carlson
(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: Stephen C Poole

Address: PO Box 835

Jacksonville FL 32201

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Stephen C Poole

Address: PO Box 835

Jacksonville FL 32201

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.

Stephen Poole

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

14.

Stephen C. Poole

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

8451 Bandura
Circle
Jacksonville, FL
32244

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 AM 11:11

8451 Bandura
Circle
Jacksonville
32244

State of New York
Department of State | ss:

I hereby certify, that the certificate of incorporation of POOLED RESOURCES LTD. was filed 10/27/1993, 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 a 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 25th day of January
one thousand nine hundred and
ninety-five.*

Alexander F. Trenchard

Secretary of State

199501260107

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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