

F95000002706

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

200001473912
-05/03/95--01143--005
*****70.00 *****70.00

SUBJECT: International Wildlife Corp.
(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:

Kristin Mertz

(Name of Person)

International Wildlife Corporation

(Firm/Company)

1750 S.W. 16th Street

(Address)

Miami, FL 33145

(City, State and Zip Code)

SH

W95 - 9409

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

Brett Cavaliero

(Name of Person)

at (305) 595 - 1245

Area Code & Daytime Telephone Number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN -6 AM 11:19

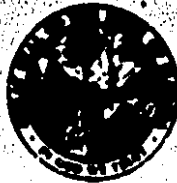
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COURIER ADDRESS:

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

May 3, 1995

INTERNATIONAL WILDLIFE CORP.
% KRISTIN MERTZ
1750 S.W. 16TH ST.
MIAMI, FL 33145

SUBJECT: INTERNATIONAL WILDLIFE CORP.
Ref. Number: W9500009409

We have received your document for **INTERNATIONAL WILDLIFE CORP.** and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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 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) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 095A00021527

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Brett L. Cavaliero, do hereby certify
that this Resolution of the Board of Directors of International Wildlife Corp.,
a corporation duly organized and existing under the laws of the State of Delaware,
was duly adopted on January 24, 19 95.

Resolved, that International Wildlife Corp., organized
and existing in the State of Delaware, hereby adopts the
name Tradewinds Wildlife Corp. for use in Florida.

Dated: May 31, 1995



Signature of at least one director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. International Wildlife Corp.
(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. Delaware, USA 3. 65-0555992
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 24, 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Have not conducted business as of April 18, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 1750 S.W. 16th Street
Miami, FL 33145
(Current mailing address)

8. Retail Sales Office
(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: Kristin Mertz

Office Address: 1750 S.W. 16th Street
Miami, Florida, 33145
(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.

Kristin Mertz
(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Brett Cavallero

Address: 10863 S.W. 88th Street #342

Miami, FL 33176

Vice Chairman: Kristin Mertz

Address: 1750 S.W. 16th Street

Miami, FL 33145

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Brett Cavallero

Address: 10863 S.W. 88th Street #342

Miami, FL 33176

Vice President: Kristin Mertz

Address: 1750 S.W. 16th Street

Miami, FL 33145

Secretary: Kristin Mertz

Address: 1750 S.W. 16th Street

Miami, FL 33145

Treasurer: Brett Cavallero

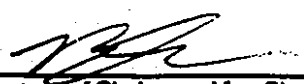
Address: 10863 S.W. 88th Street #342

Miami, FL 33176

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TALLAHASSEE, FLORIDA

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

13.



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

14.

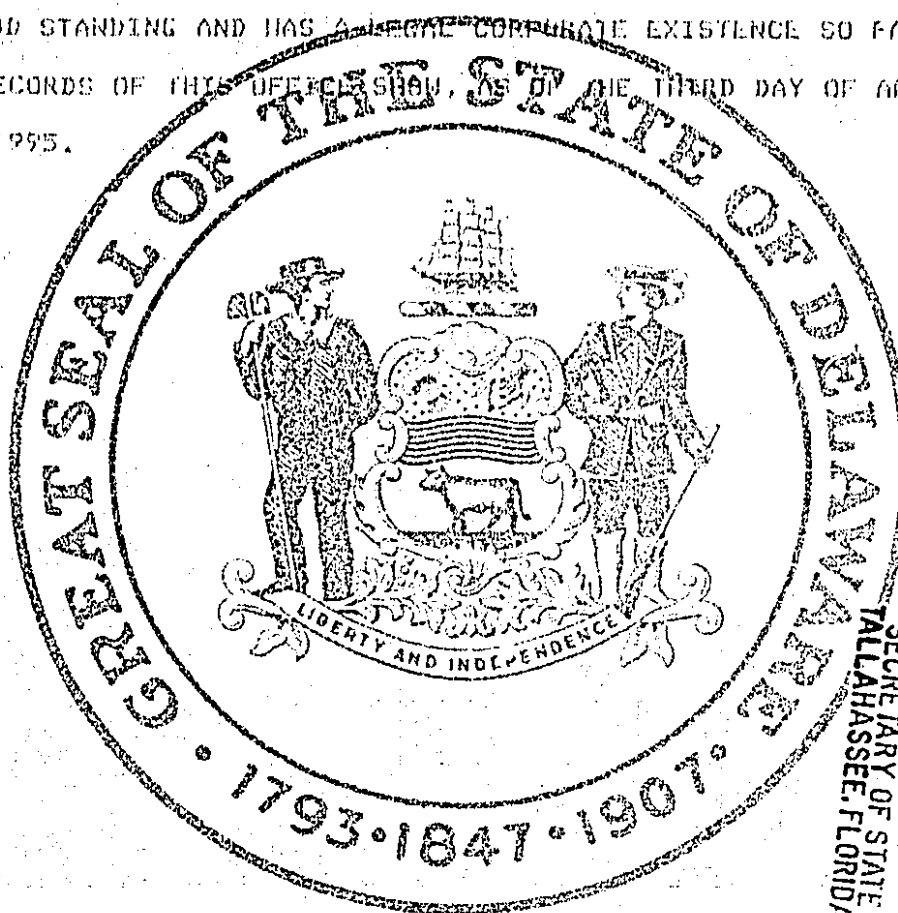
Brett L. Cavallero, President

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

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERNATIONAL WILDLIFE CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF APRIL, A.D. 1995.



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7460297

DATE: 04-03-95