

F95000003994

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: TREASURED POSSESSIONS 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:

Edith Combes gave
authorization to add
#S 1,3,546
HC 8/17

Joyce Watson
(Name of Person)

Treasured Possessions LTD.
(Firm/Company)

1716 Ballou Rd
(Address)

Saint John NB Church E2H 2J4
(City/State/Zip)

HC 8/17

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DIVISION OF CORPORATIONS
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*****70.00 *****70.00

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

Joyce Watson
(Name of Person)

at (506) 849-4242
(Area Code & Daytime Telephone Number)

Fax 1506 849 1761

COURIER ADDRESS:

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

MAILING ADDRESS:

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

Treasured Possessions Ltd.

1716 Rothesay Road
Saint John, NB E2H 2J4

(506) 849-4242

August 11, 1995

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

Attention: Mr. Lee Rivers

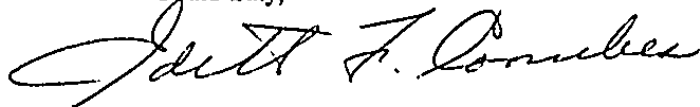
Dear Mr. Rivers:

Following our telephone conversation Tuesday, August 8th, please find enclosed all required papers necessary for registration of Treasured Possessions in your State.

We would greatly appreciate it if you would call us immediately upon approval of our registration. Feel free to call collect at (506) 849-4242 or fax us at (506) 849-1761.

Thank you for your prompt action concerning this matter.

Yours truly,



Edith F. Coombes
President of Marketing

EFC:gld

Encl.

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. Treasured Possessions LTD. 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. New Brunswick Canada
(State or country under the law of which it is incorporated)

3. Applied For
(FEI number, if applicable)

4. July 20 1994
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. September 1, 1995
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 120 Church Street
De Funiak Springs Florida 32433
(Current mailing address)

8. To establish a business in the State of Florida
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: EDITH F. COOMBS

Office Address: 100 CHURCH STREET

DEFUNIAK SPRING, Florida, 32433
(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.

Edith F. Coombs
(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
DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Joyce Morton

Address: 16 Maple Lane

Frederic NB Can. E2E 2N4

Vice President: Robert F. Coombes

Address: 2134 Kethesay Road

Frederic NB Canada. E2H 2K4

Secretary: Michael Coombes

Address: 2134 Kethesay Road

Frederic NB Canada. E2H 2K4

Treasurer: Michael Coombes

Address: 2134 Kethesay Rd

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. Joyce Morton President
(Typed or printed name and capacity of person signing application)

P. 02/02

FAX NO. 5064532813

CORPORATE AFFAIRS

AUG-17-95 THU 15:58

08-17-95 03:12PM P0021144

CANADA
PROVINCE OF NEW BRUNSWICK
BUSINESS CORPORATIONS ACT
CERTIFICATE

New Brunswick
Brinswick

CANADA
PROVINCE DU NOUVEAU-BRUNSWICK
LOI SUR LES CORPORATIONS COMMERCIALES
CERTIFICAT

I HEREBY CERTIFY that according to the records of the Department of Justice
at the Province of New Brunswick,
JE certifie par la présente que d'après les livres du ministère de la Justice de la
province du Nouveau-Brunswick,

TREASURED POSSESSIONS LTD.
(Corporation no. 058135)

was incorporated under the Business Corporations Act . . . a été
inscrit au régime de la Loi sur les corporations

by Articles of Incorporation filed the commercial documents of its statutes de
20th day of July, A.D., 19 94 jour de . . . A.D., 19 . . .

I CERTIFY FURTHER that according to the said records the Articles above
referred to have not been dissolved.

I CERTIFY FURTHER that according to the said records the above corporation
has filed Annual Returns and paid filing fees up to the end of

OR

I CERTIFY FURTHER that no Annual Return or Return of the corporation is required by
the said corporation until the end of

CU

CERTIFIED under my hand at Fredericton, New Brunswick,
CERTIFIE sous mon seing à Fredericton, Nouveau-Brunswick,
August 19 95 Indusmeant
the 17th day of August 19 95

Director
Directeur

[Signature]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS