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September 22, 1995

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

Re: Pelican Harbor, Inc.

Dear Sir or Madame:

Enclosed please find the Certificate of Existence of Domestic Corporation for the Commonwealth of Kentucky, Transmittal Letter and Application by Foreign Corporation for Authorization to Transact Business in Florida for the above-referenced corporation. Also enclosed is a check in the amount of \$131.25 for the registration fee, certificate of status and a certified copy. Please forward them to me at the above address.

Thank you for your attention to this matter.

Very truly yours,


David McElrath

DM/vls

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FILED
DIVISION OF STATE
CORPORATIONS
SEP 26 1995
TALLAHASSEE, FL 32314

W/9/26

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PELICAN HARBOR, INC.
(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:

DAVID McELRATH
(Name of Person)

DAVID McELRATH, P.A.
(Firm/Company)

4001 TAMiami TRAIL NORTH #250
(Address)

NAPLES, FL 33940
(City/State/Zip)

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

DAVID McELRATH at (941) 262-1202
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

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

MAILING ADDRESS:

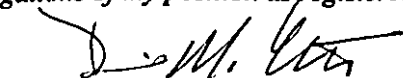
Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. PELICAN HARBOR, 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. KENTUCKY
(State or country under the law of which it is incorporated)
3. TO BE APPLIED FOR
(FEI number, if applicable)
4. AUG. 17, 1995
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. TO BE DETERMINED, NONE TO DATE
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 5216 EASTWIND RD.
LOUISVILLE, KY 40207
(Current mailing address)
8. REAL ESTATE DEVELOPMENT + RELATED
(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: DAVID McELRATH
Office Address: 4001 TAMMIAMI TRAIL NORTH, #250
NAPLES, Florida, 33940
(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.



(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: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: J. KINGSLEY STRATTON

Address: 5216 EASTWIND ROAD - LOUISVILLE, KY. 40207

Vice Chairman: _____

Address: _____

Director: JAY K. STRATTON

Address: 1224 EVERETT AVE.

LOUISVILLE, KY. 40205

Director: _____

Address: _____

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

President: J. KINGSLEY STRATTON

Address: 5216 EASTWIND ROAD

LOUISVILLE, KY. 40207

Vice President: _____

Address: _____

Secretary: JAY K. STRATTON

Address: 1224 EVERETT AVE.

LOUISVILLE, KY. 40205

Treasurer: _____

Address: _____

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. J. KINGSLEY STRATTON

PRESIDENT

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



OFFICE OF THE SECRETARY OF STATE
**CERTIFICATE OF EXISTENCE
DOMESTIC CORPORATION**

SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 25 PM 12:51

I, BOB BABBAGE, Secretary of State of the Commonwealth of Kentucky, do hereby certify, that according to the records in the office of the Secretary of State of the Commonwealth of Kentucky, PELICAN HARBOR, INC.

is a corporation organized and existing under the laws of the Commonwealth of Kentucky, whose date of incorporation is AUGUST 17, 1995; and whose period of duration is PERPETUAL.

I further certify, that said corporation has paid all fees due and owing to the office of the Secretary of State of the Commonwealth of Kentucky to date; has delivered to the Secretary of State its most recent annual report, as required by KRS 271B.16-220 or 273.3671; and has not filed articles of dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, at Frankfort, Kentucky, this 12TH day of SEPTEMBER, 19 95.

Bob Babbage

BOB BABBAGE
Secretary of State
Commonwealth of Kentucky

KB