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STATE OF FLORIDA SUITE 1600
409 EAST GAINES STREET MIAMI FL 33133- 9-00000094
TALLAHASSEE, FL 32399 CONTACT: JUSTIN T WILSON
FAX: (904) 922-4000 PHONE: (305) 860-7098
FAX: (305) 858-4777

(((H95000011378))) DOCUMENT TYPE: FOREIGN PROFIT QUALIFICATION
NAME: DIVERTIR MANAGEMENT, INC.
FAX AUDIT NUMBER: H95000011378 CURRENT STATUS: REQUESTED
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ADORNO & ZEDER, P.A.
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October 11, 1998

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FROM: **Justin T. Wilson (305) 850-7098**

FAX NO. (305) 858-4777

COMMENTS: PLEASE QUALIFY DIVERTIR MANAGEMENT, INC., AN OREGON CORPORATION, TO DO BUSINESS IN FLORIDA. THIS DOCUMENT WAS PREPARED BY RICHARD M. SPECTOR, 2801 S. BAYSHORE DRIVE, SUITE 1600, MIAMI, FLORIDA 33133. HIS FLORIDA BAR NUMBER IS 349815.

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

**IN COMPLIANCE WITH SECTION 407.1101 FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. Divertix Management, 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. Oregon

(State or country under the law of which it is incorporated)

3. 93-1165238

(FBI number, if applicable)

4. January 6, 1995

(Date of incorporation)

5. Perpetual

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

6. No business transacted as of the filing of this Certificate

(Date first transacted business in Florida. (See sections 607.1301, 607.1302, AND 617.135, F.S.)

7. 150 S.W. 12th Avenue, Suite 201

Pompano Beach, FL 33069

(Current mailing address)

8. Marketing and Sales of Consumer Products

(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: John Beebe

Office Address: 150 S.W. 12th Avenue, Suite 201

Pompano Beach, Florida, 33069

(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.

John Beebe, Registered Agent

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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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: John Beebe

Address: 150 S.W. 12th Avenue, Suite 201

Pompano Beach, FL 33069

Director: Susanne Beebe

Address: 150 S.W. 12th Avenue, Suite 201

Pompano Beach, FL 33069

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

President: Susanne Beebe

Address: 150 S.W. 12th Avenue, Suite 201

Pompano Beach, FL 33069

Vice President: John Beebe

Address: 150 S.W. 12th Avenue, Suite 201

Pompano Beach, FL 33069

Secretary: Susanne Beebe

Address: _____

Treasurer: Susanne Beebe

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)
John Beebe, Director and Vice President

14. _____

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

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STATE OF OREGON

Office of the Secretary of State Corporation Division

I, *Janet Sullivan*, Director of the Corporation Division,
DO HEREBY CERTIFY:

DIVERTIR MANAGEMENT, INC.

was

incorporated

under the Oregon

Business Corporation Act

on

January 6, 1993

and is active on the records of the Corporation
Division as of the date of this certificate.

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Janet Sullivan
Director

BY

James L. Louder

DATE September 29, 1995