

11-14-95 09:33AM

TO 65148101515

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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Universal Network, Inc. of Ohio
(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:

Ren Meredith
(Name of Person)
Universal Network, Inc. of Ohio
(Firm/Company)
5647 Beneva Rd.
(Address)
Sarasota, FL 34238
(City/State/Zip)

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

Ren Meredith
(Name of Person) at (941) 924-7400
(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

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Ron Meredith, do hereby certify
that this Resolution of the Board of Directors of Universal Network, Inc. of Ohio,
a corporation duly organized and existing under the laws of the State of Ohio,
was duly adopted on 4/27/, 19 95.

Resolved, that UNIVERSAL Network, INC., organized
and existing in the State of Ohio, hereby adopts the
name UNIVERSAL Network, INC. OF Ohio for use in Florida.

Dated: Nov 16, 1995

Ron Meredith
Signature of at least one director

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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. Universal Network, 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. Ohio

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

3. 31-1434833

(FEI number, if applicable)

4. 04/27/95

(Date of incorporation)

5. Perpetual

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

6. 11/20/95

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, AND 817.155, F.S.))

7. 5647 Beneva Rd

Sarasota, FL 34238

(Current mailing address)

8. Wholesale Jewelry Sales

(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:

Ron Meredith

Office Address: 5647 Beneva Rd

SARASOTA, FL

, Florida, 34238

(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.

Ron Meredith

(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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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: Ron Meredith

Address: 4009 Lancaster Dr
Sarasota, FL 34229

Vice President: Bill Bartley

Address: 5487 Athens Walnut Hill Rd.
Lexington, KY 40512

Secretary: Judy Meredith

Address: 4009 Lancaster Dr.
Sarasota, FL 34229

Treasurer: _____

Address: _____

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

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

14. Ron Meredith - President
(Typed or printed name and capacity of person signing application)

**UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.**

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I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show UNIVERSAL NETWORK, INC., an Ohio Corporation, Charter No. 902659, having its principal location in Columbus, County of Franklin, was incorporated on April 21, 1995, is currently in GOOD STANDING upon the records of this office

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*WITNESS my hand and official
seal at Columbus, Ohio this
14th Day of November, A.D., 1995*

Bob Taft

Bob Taft
Secretary of State