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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: GUIDE PUBLICATIONS, 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:

BOBBIE J. WILLIAMS

(Name of Person)

GUIDE PUBLICATIONS, INC.

(Firm/Company)

6163 MANDIE LANE

(Address)

MILTON, FLA. 32570

(City/State/Zip)

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

BOBBIE J. WILLIAMS

(Name of Person)

at (904) 983-0708

(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN - 8 AM 10:31

**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. GUIDE PUBLICATIONS 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. DELAWARE
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. 17 FEBRUARY 1995
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. PROJECTED DATE IS 15 JANUARY 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 6163 MANDIE LANE
MILTON, FLA., 32570
(Current mailing address)
8. SALE OF BUSINESS PROMOTION BOOKLETS
(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 acceptable)**

Name: BOBBIE J. WILLIAMS

Office Address: 6163 MANDIE LANE

MILTON, Florida, 32570
(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.

Bobbie J. Williams
(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: AS THE SOLE INCORPORATOR AND SOLE SHAREHOLDER.

Address: I HAVE, IN ACCORDANCE WITH DELAWARE LAW, ELECTED

Vice Chairman: NOT TO HAVE A BOARD OF DIRECTORS.

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: BOBBIE J. WILLIAMS

Address: 6163 MANDIE LANE

MILTON, FLA., 32570

Vice President: LARRY E. HUSKEY

Address: 6163 MANDIE LANE

MILTON, FLA., 32570

Secretary: BOBBIE J. WILLIAMS

Address: 6163 MANDIE LANE

MILTON, FLA., 32570

Treasurer: BOBBIE J. WILLIAMS

Address: 6163 MANDIE LANE, MILTON, FLA 32570

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

13. *Bobbie J. Williams*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

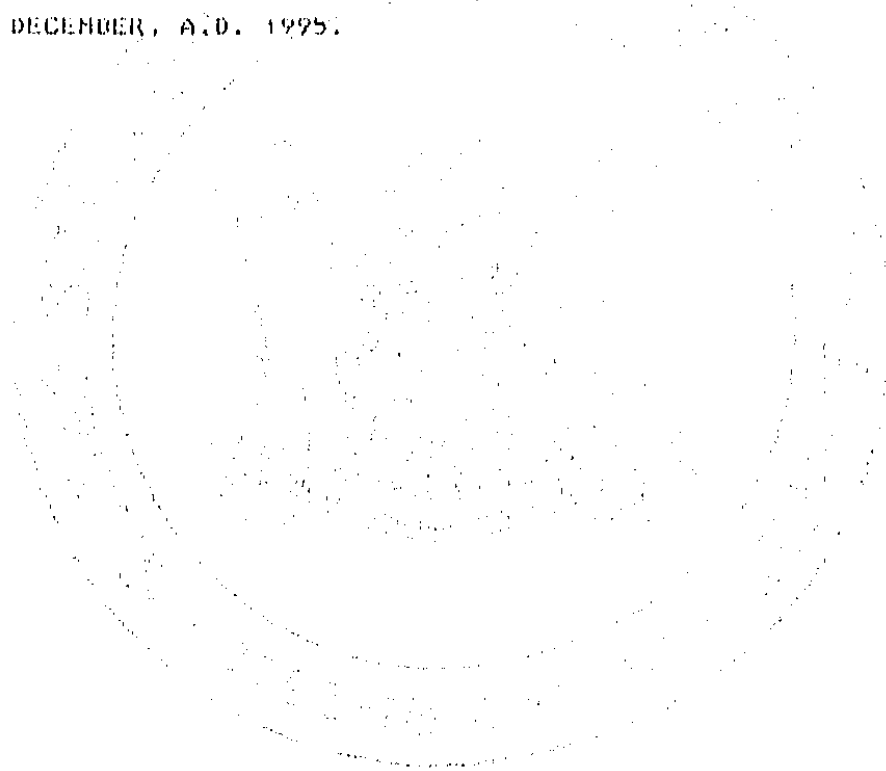
14. BOBBIE J. WILLIAMS
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GUIDE PUBLICATIONS INC." 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 TWENTY-NINTH DAY OF DECEMBER, A.D. 1995.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7773135

DATE:

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