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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 787371 9969A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 29, 1995

ORDER TIME : 12:28 PM

ORDER NO. : 787371

CUSTOMER NO: 9969A

CUSTOMER: E. John Lopez, Esq
Norton Moran Hammersley Dunlap
Suite 610
1819 Main Street
Sarasota, FL 34237

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 29 PM 2:09

FOREIGN FILINGS

NAME: GLOBAL RESOURCES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

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DIVISION OF CORPORATIONS

MINUTES OF SPECIAL MEETING OF
BOARD OF DIRECTORS
OF
GLOBAL RESOURCES, INC.

A special meeting of the board of directors of GLOBAL RESOURCES, INC. was held at the offices of the corporation on January 24, 1996. All directors of the corporation were present.

The President of the corporation, George A. Zugmiller, presided. Chairman of the meeting and acted as Secretary.

The Chairman called the meeting to order and stated that a quorum of directors was present for the conduct of business.

The following item was then brought up for discussion and ratification:

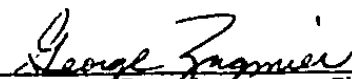
The use of the name: "GLOBAL RESOURCES OF CENTRAL FLORIDA, INC." by the corporation in the State of Florida.

After discussion and upon motion duly made, seconded and carried, it was RESOLVED AS FOLLOWS:

That the corporation is authorized to use the name: "GLOBAL RESOURCES OF CENTRAL FLORIDA, INC." for the conduct of business in the State of Florida and for purposes of its Application By Foreign Corporation For Authorization To Transact Business In Florida.

There being no further business before the meeting it was, upon motion duly made, seconded, and carried, adjourned.

Dated: January 24, 1996.


George Zugmiller, as Chairman,
President and acting Secretary

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JAN 29 1996

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

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96 JUN 29 PM 09

GLOBAL RESOURCES, INC.

1. Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words of
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. ARIZONA 3. 86-0759637
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 29, 1993 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 15, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 8655 East Via de Ventura
Suite G-300
Scottsdale, AZ 85258
(Current mailing address)

8. Ownership of general partnership interest in
Florida limited partnership
(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:

Name: E. JOHN LOPEZ, ESQ.
Office Address: 1819 Main Street, Suite 610
Sarasota, Florida, 34236
(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.

E. John Lopez
(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:

A. DIRECTORS

DIRECTOR: EUGENE COOMBS, SR.
~~Chairman:~~
Address: 8655 E. VIA DE VENTURA, G-300
SCOTTSDALE, AZ 85258

DIRECTOR: WILLIAM & ANITA LUSK
~~Vice Chairman:~~
Address: 8655 E. VIA DE VENTURA, G-300
SCOTTSDALE, AZ 85258

Director: VERNON & MARY TAYLOR
Address: 8655 E. VIA DE VENTURA G-300
SCOTTSDALE, AZ 85258

Director: GEORGE & NANCY ZUGMIER
Address: 8655 E. VIA DE VENTURA, G-300
SCOTTSDALE, AZ 85258

B. OFFICERS

President: GEORGE A. ZUGMIER
Address: 8655 E. VIA DE VENTURA, G-300
SCOTTSDALE, AZ 85258

Vice President: LANCE W. GRUNER
Address: 8655 E. VIA DE VENTURA, G-300
SCOTTSDALE, AZ 85258

Secretary: RONALD J. McNAMEE
Address: 8655 E. VIA DE VENTURA, G-300
SCOTTSDALE, AZ 85258

Treasurer: RONALD J. McNAMEE
Address: 8655 E. VIA DE VENTURA, G-300
SCOTTSDALE, AZ 85258

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

13. George A. Zugmierz
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. GEORGE A. ZUGMIER, PRESIDENT
(Typed or printed name and capacity of person signing application)

State of Arizona



OFFICE OF THE CORPORATION COMMISSION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 29 PM 2:09

To all to Whom these Presents shall Come, Greeting:

I, the Executive Secretary of the Arizona Corporation Commission, DO HEREBY
CERTIFY that

GLOBAL RESOURCES, INC.

a Domestic Corporation organized under the laws of the State of Arizona, did incorporate on
October 29, 1993

I FURTHER CERTIFY that this corporation has filed all affidavits and annual
reports and paid all annual filing fees required to date and, therefore, is in good standing in
this state.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official seal
of the Arizona Corporation Commission.
Done at Phoenix, the Capital, this
17th day of January,

19 96, A.D.

James Matthews
Executive Secretary

By J. Gene Moore