



1201 HAWK STREET
TALLAHASSEE, FL 32301

800-342-8086

FOR THE YEAR ENDING 12/31/2000
RECEIVED FROM THE
TALLAHASSEE, FL 32301
FOR THE YEAR ENDING 12/31/2000

Patricia Poyt

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FOR THE YEAR ENDING 12/31/2000

Patricia Poyt

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FILED
OFFICE OF STATE
CLERK
95 MAR -5 PM 3:38

FILED
OFFICE OF STATE
CLERK
95 MAR -5 PM 3:12

**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:**

1. Vibra Entertainment Ltd., 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 3. 05-0624063
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 23, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 13693 Rivoli Drive
Palm Beach Gardens, FL 33410
(Current mailing address)

8. Any lawful act or activity for which corporations may be organized under
the General Corporation Law of the State of Delaware
(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: Richard L. Barovick

Office Address: 13693 Rivoli Drive

Palm Beach Gardens . Florida, 33410
(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.

By: [Signature]
(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

~~Chairman~~ Richard L. Barovick

Address: 13693 Rivoli Drive

Palm Beach Gardens, FL 33410

Director

~~Vice Chairman~~ Zachary Morfogen

Address: 102 Rockaway Valley Road

Boonton Township, NJ 07005

Director:

Address:

Director:

Address:

B. OFFICERS

President: Richard L. Barovick

Address: 13693 Rivoli Drive

Palm Beach Gardens, FL 33410

Executive

Vice President and CEO: Zachary Morfogen

Address: 102 Rockaway Valley Road

Boonton Township, NJ 07005

Secretary: Zachary Morfogen

Address: 102 Rockaway Valley Road

Boonton Township, NJ 07005

Treasurer: Richard L. Barovick

Address: 13693 Rivoli Drive

Palm Beach Gardens, FL 33410

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

13.

Richard L. Barovick
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14.

Richard L. Barovick, President

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

STAFF
CHIEF OF POLICE
55-123-5 PM 3-38

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VILNA ENTERTAINMENT LTD." 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 FOURTH DAY OF MARCH, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

RECEIVED
MAR 10 1996
5:30 PM



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION

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DATE

03-04-96