

F96000002146

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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-04/23/96--11057--003
*****01.00 *****01.00

SUBJECT: PARADIGM Resource Corporation
(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:

Walter P. PIERROT
(Name of Person)

PARADIGM Resource Corporation
(Firm/Company)

155 2nd Ave South, Suite # 3
(Address)

Safety Harbor, FL 34695
(City/State/Zip)

WRL-8783

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

Walter Pierrot
(Name of Person)

at (813) 796 8694
(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 APR 29 PM 3:46
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 24, 1996

WALTER PIERROT
PARADIGM RESOURCE CORPORATION
155 2ND AVE S., SUITE 3
SAFETY HARBOR, FL 34695

SUBJECT: PARADIGM RESOURCE CORPORATION
Ref. Number: W96000008783

We have received your document for PARADIGM RESOURCE CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Please be aware that s. 607.1503(2), F.S., requires a foreign corporation applying for authority to submit an original "certificate of good standing" issued by the Secretary of State within the last 90 days. Therefore, I am returning your correspondence dated 3/28/96 from John J. Gain. Please contact the Delaware Secretary of State at (302) 739-3073 to request a certificate of good standing as required by law.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 596A00019280

Paradigm Resource Corporation

155 2nd Avenue South, Suite 3
Safety Harbor, FL, USA 34695-0578
Phone 813-796-8694 Fax 813-796-9329

April 26, 1996

Mr Hart Collins, Qualifications Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Paradigm Resource Corporation, Original Certificate of Good Standing,
State of Delaware


Dear Sir,

Our recent application as a Foreign Corporation for authorization to transact Business in Florida lacked the attached documentation from the State of Delaware. Yesterday your office directed that I send the certificate to your attention.

Enclosed is the original document for your records. We require your approval documentation to complete certain steps to allow our business to operate and request you furnish the documentation back to us by Fed-Ex.

I am available to answer any questions that may arise. Thank you in advance for your efforts.

Very Truly Yours,


Walter P. Pierrot,
Managing Director

Enc: Original Certificate
Fed-Ex airbill & envelope

**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. PARADIGM Resource Corporation
(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, USA
(State or country under the law of which it is incorporated)
3. EIN # 54-1624579
(FEI number, if applicable)
4. 11-25-91
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. April 10, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 155 2nd Ave. South - Suite # 3
Safety Harbor, FL 34695
(Current mailing address)
8. To engage in any lawful act or activity for which Corporations may be organized
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
under GENERAL CORPORATE LAW
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Walter P. PIERROT

Office Address: 155 2nd Avenue South Suite 3
SAFETY HARBOR, Florida, 34695
(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.

Walter P. Pierrot
(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: Walter P. Pierrot

Address: 155 2nd Ave South Suite # 3

Safety Harbor, FL 34695

Director: _____

Address: _____

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

President: Walter P. PIERROT

Address: 155 2nd Ave South Suite # 3

SAFETY HARBOR, FL 34695

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

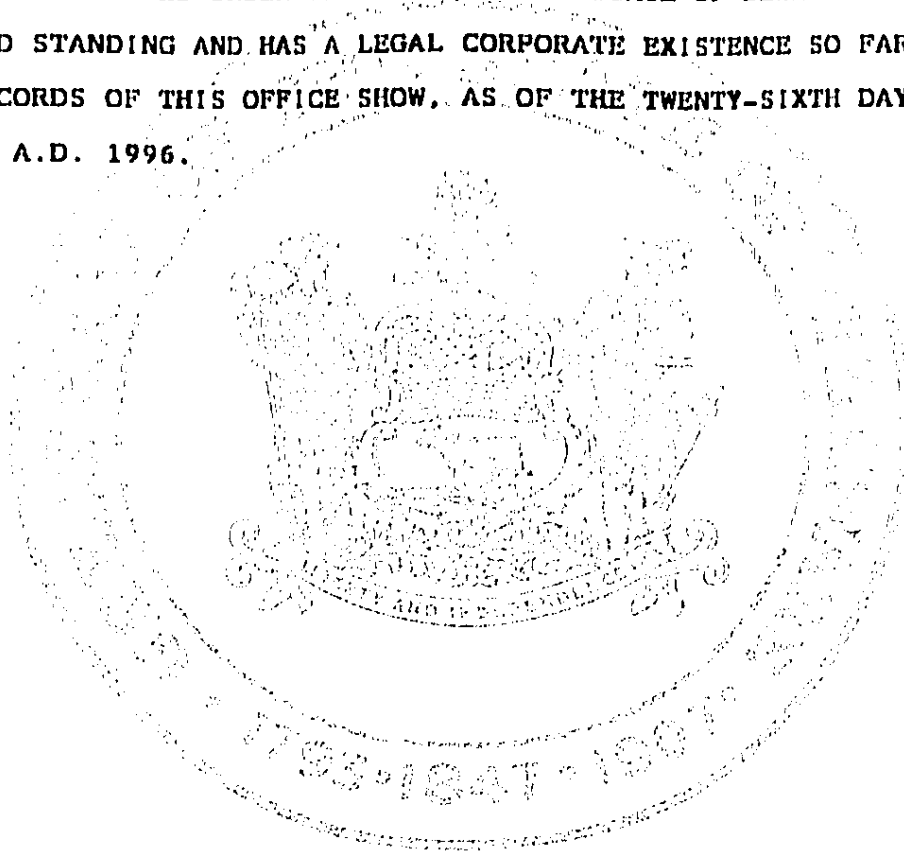
13. Walter P. Pierrot
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. WALTER P. PIERROT
(Typed or printed name and capacity of person signing application)

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 "PARADIGM RESOURCE CORPORATION" 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-SIXTH DAY OF APRIL, A.D. 1996.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 29 PM 3:46



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION: 7923785

DATE: 04-26-96

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