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DENVER, COLORADO
TEL 303-555-1800

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NATIONSBANK TOWER AT
INTERNATIONAL PLACE, SUITE 4000
100 N.E. SECOND STREET
MIAMI, FLORIDA 33131-0101
TEL 305-530-0050 • FAX 305-530-0055

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TEL 202-464-0000
INTERNATIONAL AFFILIATION:
BEIJING, CHINA
TEL 010661-010001

May 8, 1996

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-05/13/96--01042--002
*****70.00 *****70.00

Florida Secretary of State
Qualification/Registration Section
Division of Corporations
Post Office Box 632
Tallahassee, Florida 32314

Re: **The Drug-Free* All-Stars Foundation, Inc., a Maryland corporation**

Dear Sir or Madam:

The enclosed:

1. "Application by Foreign Not For Profit Corporation for Authorization to Transact Business in Florida,"
2. certificate of existence/good status issued by the State of Maryland, and
3. check in the amount of \$70.00 payable to the Secretary of State

are submitted to register the above-referenced foreign nonprofit corporation to transact business in Florida.

Please address all correspondence regarding this matter to the undersigned at the address indicated on the letterhead. Please also call the undersigned at (305) 530-0050 should you require further information to process this request. Thank you for your prompt assistance.

Very truly yours,


Maria E. Chang
For the Firm

Enclosures
1106277.1

#513
96 MAY 10 PM 12:11
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZA-
TION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

1. The Drug-Free* All-Stars Foundation, Inc.

(Name of corporation; must include the word "INCORPORATED" or "CORPORATION" or words or abbrevia-
tions 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. "Company" or "Co." may not be used as a corporate
suffix by a nonprofit corporation.)

2. Maryland 3. 52-1702740
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 9, 1990 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Has not transacted business in Florida yet
(Date corporation first conducted affairs in Florida -
See sections 617.1501, 617.1502, and 617.155, F.S.)

7. 1026 Creekford Drive
Pt. Lauderdale, FL 33326
(Current mailing address)

8. Conduct programs, activities and events to promote drug abuse education and drug abuse
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) prevention.

9. **Name and street address of Florida registered agent:**

Gerard Ferri
(Name)
1026 Creekford Drive
(Office address)
Fort Lauderdale, Florida, 33326
(City) (Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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.


(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: Gerard Ferri
Address: 1026 Creekford Drive
Fort Lauderdale, FL 33326

Vice Chairman: Andy Carey
Address: 19000 McArthur Blvd., No. 400
Irvine, California 92715

Director: William Waite
Address: 19000 McArthur Blvd., No. 400
Irvine, California 92715

Director: Glenn Timmons
Address: 36 Avignon
Newport Coast, California 92657

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

President: Gerard Ferri
Address: 1026 Creekford Drive
Fort Lauderdale, FL 33326

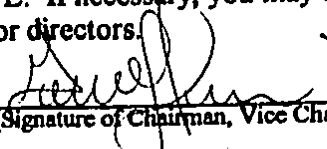
Vice President: Andy Carey
Address: 19000 McArthur Blvd., No. 400
Irvine, California 92715

Secretary: William Waite
Address: 19000 McArthur Blvd., No. 400
Irvine, California 92715

Treasurer: Gerard Ferri
Address: 1026 Creekford Drive

Fort Lauderdale, FL 33326

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

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

GERARD FERRI, DIRECTOR AND PRESIDENT

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

STATE OF MARYLAND

426435

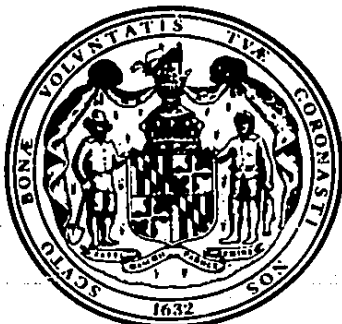
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, NANCY GRUENINGER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT THE DRUG-FREE*ALL-STARS FOUNDATION, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 10 PM 12:11



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 19TH DAY OF MARCH, 1996.

Nancy Grueninger
NANCY GRUENINGER
ADMINISTRATIVE OFFICER

F96000002379

JOSEPH HATK
SCHNORRICH & KAUFMAN, LTD.

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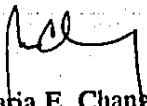
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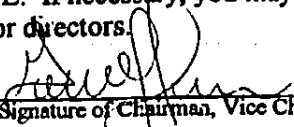
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(Typed or printed name and capacity of person signing application)

STATE OF MARYLAND

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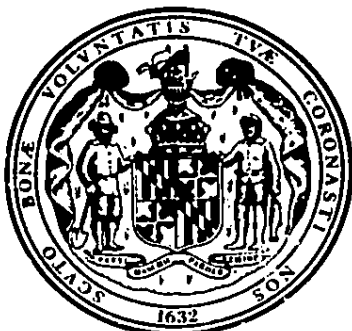
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ADMINISTRATIVE OFFICER