

F96000002988

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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*****78.75 *****78.75

SUBJECT: MATRIX ENTERPRISES INTL. 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:

W96-12566

DENNIS K. HARVESTER
(Name of Person)

MATRIX ENTERPRISES INTL. INC.
(Firm/Company)

7028 W. WATERS AVE.
(Address)

TAMPA FL 33634
(City/State/Zip)

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

SAA at (813) 882 5827
(Name of Person) (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

Qualification/Tax Lien Section
DIVISION OF CORPORATIONS
407 E. Gaines Street
Tallahassee, FL 32399

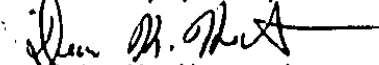
TO WHOM IT MAY CONCERN:

Please find enclosed our transmittal letter and application
by Foreign Corporation to register in Florida.

Also find enclosed the Certificate of Incorporation for
Matrix Enterprises International Inc. which is the only
documentation we were sent by the Delaware Secretary of
State. I am told that you may verify this corporation's
status by calling the Secretary of State at (302) 739-3073
and punching in the corporation number 2620531 on your touch
tone phone. If this is acceptable, please forward our
Certificate of Status via the enclosed pre-paid Fed-Ex
shipping bill as soon as possible.

If this certificate is not acceptable, please advise us at
(813) 882-5827. Thank you for your assistance in this
matter.

Sincerely yours,



Dennis K. Harvester
President

DKH/kjh



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1996

DENNIS K. HARVESTER
MATRIX ENTERPRISES INTERNATIONAL, INC.
7028 W. WATERS AVE.
TAMPA, FL 33634

SUBJECT: MATRIX ENTERPRISES INTERNATIONAL, INC.
Ref. Number: W96000012566

We have received your document for **MATRIX ENTERPRISES INTERNATIONAL, INC.** and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please let us know whether you would still like us to return your certificate of existence and letter of acknowledgement by Federal Express.

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) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 596A00029371

**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. MATRIX ENTERPRISES INTERNATIONAL, 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 US 3. 51-0374754
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 05/09/1996 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cense to exist or "perpetual")

6. WAITING FOR REGISTRATION
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 7028 W. WATERS AVE.
TAMPA FL 33634
(Current mailing address)

8. COMPUTERS - CONSULTING
(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 **NOT** acceptable)

Name: DENNIS K. HARVESTER

Office Address: 7028 W. WATERS AVE.

TPA, HILLSBOROUGH, Florida, 33634
(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.

[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.

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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: DENNIS K. HAUGSTAD

Address: 102 E. NORTH ST
TAMPA FL 33604

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: DENNIS K. HAUGSTAD

Address: 102 E. NORTH ST
TAMPA FL 33604

Vice President: _____

Address: _____

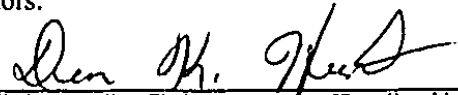
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

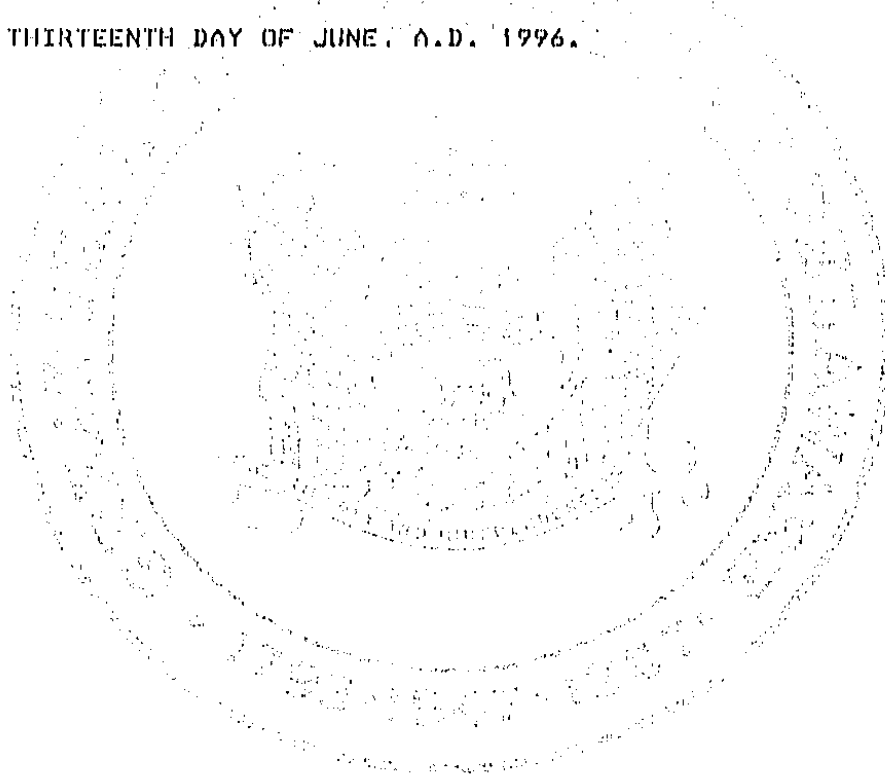
13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DENNIS K. HAUGSTAD
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREDY CERTIFY "MATRIX ENTERPRISES INTERNATIONAL, 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 THIRTEENTH DAY OF JUNE, A.D. 1996.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

7985140

06-13-96