

TRANSMITTAL LETTER

F96000003300

TO: QUALIFICATION REGISTRATION SECTION
DIVISION OF CORPORATIONS

300001858353
-06/20/96--01004--001
*****70.00 *****70.00

SUBJECT: Bryson Management Services, Inc.
(Name of corporation - must include suffix)

W96-13192

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:

Brent J. Bryson
(Name of Person)
Bryson Management Services, Inc.
(Firm/Company)
15803 Hampton Village Drive
(Address)
Tampa, Florida 33618
(City, State and Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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26-28

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

Brent J. Bryson at (813) 265-0338
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 20, 1996

BRENT J. BRYSON
BRYSON MANAGEMENT SERVICES, INC.
15803 HAMPTON VILLAGE DR
TAMPA, FL 33618

SUBJECT: BRYSON MANAGEMENT SERVICES, INC.
Ref. Number: W96000013192

We have received your document for BRYSON MANAGEMENT SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 396A00030771

**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. Bryson Management Services, 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. Nevada
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. May 22, 1996
(Date of incorporation)
5. Perpetual
(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. 15803 Hampton Village Drive
Tampa, Florida 33618
(Current mailing address)
8. Medical and Investment Consulting
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: Brent J. Bryson
Office Address: 15803 Hampton Village Drive
Tampa, Florida, 33618
(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.

B. J. Bryson
(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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Brent J. Bryson

Address: 15803 Hampton Village Drive

Tampa, Florida 33618

Director: _____

Address: _____

B. OFFICERS

President: Brent J. Bryson

Address: 15803 Hampton Village Drive

Tampa, Florida 33618

Vice President: N/A

Address: _____

Secretary: Brent J. Bryson

Address: 15803 Hampton Village Drive

Tampa, Florida 33618

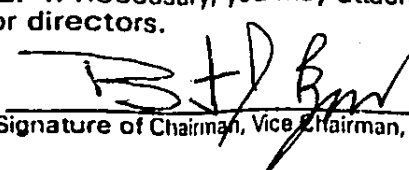
Treasurer: Brent J. Bryson

Address: 15803 Hampton Village Drive

Tampa, Florida 33618

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

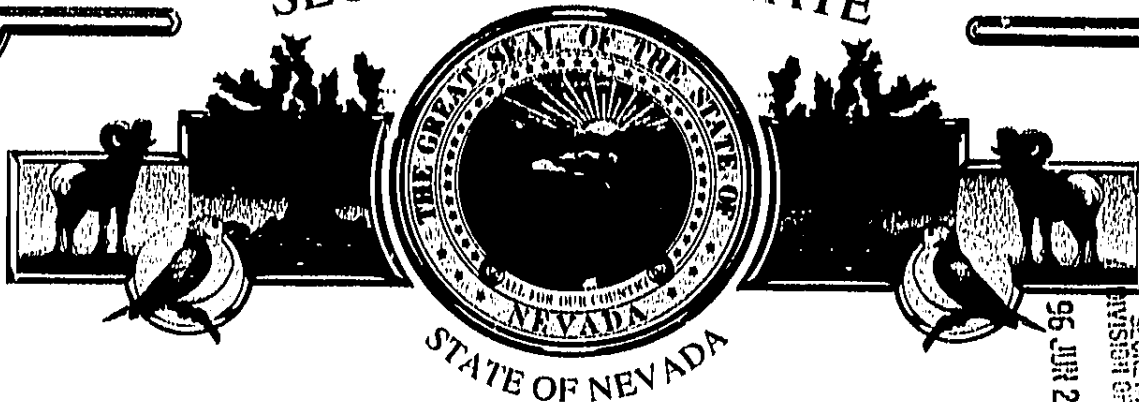
13.


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

14.

Brent J. Bryson, President
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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DIVISION OF CORPORATIONS
96 JUN 28 AM 11:40

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited liability companies, limited partnership, and limited liability partnerships pursuant to Title 7 of the Nevada Revised Statutes; and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, BRYSON MANAGEMENT SERVICES, INC., as a corporation duly organized under the laws of NEVADA and existing under and by virtue of the laws of the State of Nevada since May 22, 1996, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on May 22, 1996.



Dean Heller
Secretary of State

By

[Signature]
Certification Clerk