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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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-07/09/96--01046--008
*****70.00 *****70.00

SUBJECT: TERRY TATARU, P.A., 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:

Terry Tataru
(Name of Person)
Terry Tataru, P.A., Inc.
(Firm/Company)
1335 Dublin Road, Suite 200A
(Address)
Columbus, Ohio 43215
(City/State/Zip)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

Terry Tataru at (614) 481-3593
(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

Terry Tataru Co., P.A.

Attorney at Law

P.O. Box 360715 • Columbus, Ohio 43236 • (614) 481-3593 • Fax (614) 855-2889

July 6, 1996

VIA EXPRESS MAIL

Florida Department of State
Qualification/Tax Lien Section
Division of Corporations
409 East Gaines St.
Tallahassee, Florida 32399
Attention: Mr. Lee Rivers

Dear Mr. Rivers:

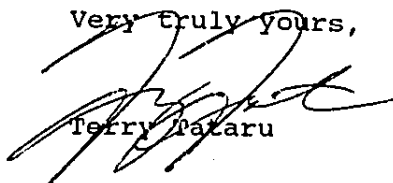
I spoke to you approximately a week ago regarding the differences in Ohio and Florida Corporation Law regarding professional associations. As we discussed, in Ohio, professional associations must include Co., Inc., or some other corporate designation. Professional associations of attorneys usually are designated as "Co., LPA" for "Legal Professional Association".

Since that is incompatible with Florida law, I have amended my corporate name to Terry Tataru, P.A., Inc. It is my understanding that you will register my corporation using that name. I intend to drop the "Inc." on my letterhead, etc.

Accordingly, I am enclosing a Transmittal Letter; executed Application by Foreign Corporation for Authorization to Transact Business in Florida; a certified Certificate of Existence; and my check in the amount of \$70.00. I would appreciate your processing this application at your earliest opportunity.

If you have any questions concerning the above, please feel free to contact me. Thank you for your assistance and cooperation in this matter.

Very truly yours,



Terry Tataru

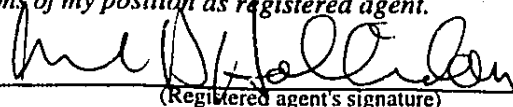
TT:tjt
Enclosure

**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. TERRY TATARU, P.A., 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. State of Ohio, U.S.A.
(State or country under the law of which it is incorporated)
3. 31-1367646
(FEI number, if applicable)
4. January 21, 1993
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. July 11, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1335 Dublin Road, Suite 200A
Columbus, Ohio 43215
(Current mailing address)
8. To engage in the practice of law
(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: Michael D. Holliday
Office Address: 2351 West Eau Gallie Blvd., Suite 5
Melbourne, Florida, 32935
(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.


(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: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box **NOT** acceptable)

Chairman: None

Address: _____

Vice Chairman: None

Address: _____

Director: Terry Tataru

Address: 3086 Mann Road

Blacklick, Ohio 43004

Director: _____

Address: _____

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

President: Terry Tataru

Address: 3086 Mann Road

Blacklick, Ohio 43004

Vice President: None

Address: _____

Secretary: Terry Tataru

Address: 3086 Mann Road

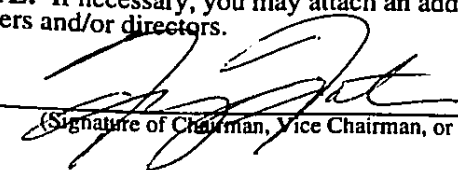
Blacklick, Ohio 43004

Treasurer: Terry Tataru

Address: 3086 Mann Road

Blacklick, Ohio 43004

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. Terry Tataru, Director/President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

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I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show TERRY TATARU, P.A., INC., an Ohio professional corporation, Charter No. 835985, having its principal location in Columbus, County of Franklin, was incorporated on January 21, 1993 and is currently in **GOOD** **STANDING** upon the records of this office.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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WITNESS my hand and official
seal at Columbus, Ohio this
28th day of June, A.D. 1996

Bob Taft

Bob Taft
Secretary of State