

F96000004042

July 30, 1996

Dear Sir or Madam:

RE: ACTION DEVELOPMENT, INC.
ORDER #: 604340

Pursuant to instructions of counsel, we enclose for filing on behalf of the above corporation documents identified below:

- | | | |
|---|---|--|
| <input type="checkbox"/> Incorporation | <input checked="" type="checkbox"/> Qualification | <input type="checkbox"/> Withdrawal |
| <input type="checkbox"/> Amendment: | <input type="checkbox"/> Merger: | <input type="checkbox"/> Change of Agent/Office: |
| <input type="checkbox"/> Domestic | <input type="checkbox"/> Domestic | <input type="checkbox"/> Domestic |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Foreign | <input type="checkbox"/> Foreign |
| <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other | |
| <input type="checkbox"/> Statement of Intent | | |
| <input type="checkbox"/> Certificate of Dissolution | | |

Check in payment of the required fee is enclosed. Kindly return evidence of the filing to the undersigned. If there are any problems, please call us at the following number: (810) 646-9033.

Very truly yours,


Michael R. Dalida
Customer Specialist

MRD/cb
Enclosures

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
96 AUG -5 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. Action Development, 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. Michigan
(State or country under the law of which it is incorporated)
3. 38-3269477
(FEI number, if applicable)
4. November 14, 1995
(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 817.156, etc.))
7. 28530 Reynolds Ave., Inkster, Michigan 48141
(Current mailing address)
8. Real estate leasing.
(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the designated in this application, I hereby accept the appointment as registered agent and further agree to comply with the provisions of all statutes relative to the proper and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

Sharon L. Gansau
(Registered agent's signature) (Officer)

SHARON L. GANSAU, ASST VP
(Type Name and Title of Officer)

FILED
95 AUG -5 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Harold L. Byars

Address: 28530 Reynolds Ave.

Inkster, Michigan 48141

Director: _____

Address: _____

B. OFFICERS

President: Harold L. Byars

Address: 28530 Reynolds Ave.

Inkster, Michigan 48141

Vice President: _____

Address: _____

Secretary: Harold L. Byars

Address: 28530 Reynolds Ave.

Inkster, Michigan 48141

Treasurer: Harold L. Byars

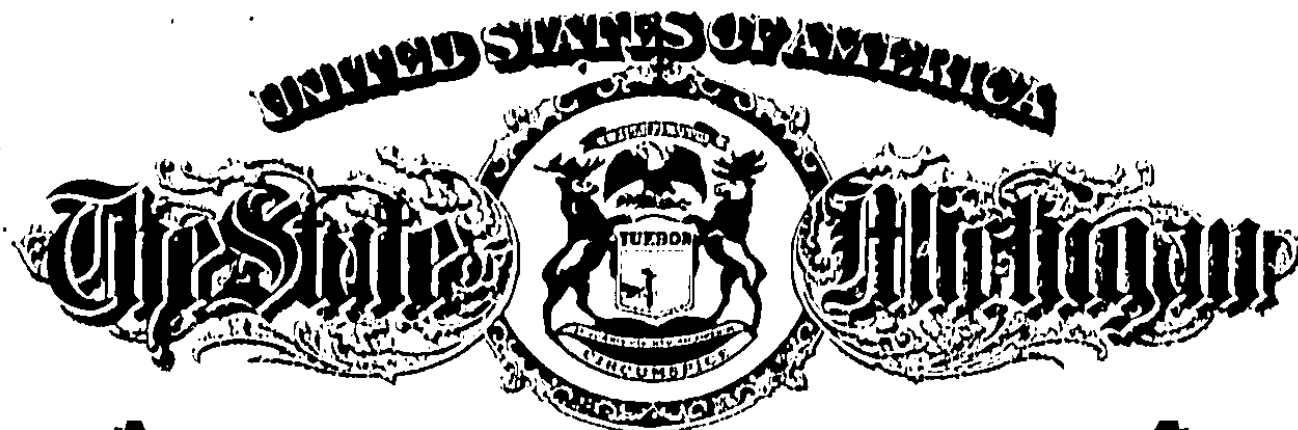
Address: 28510 Reynolds Ave.

Inkster, Michigan 48141

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

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

14. Harold L. Byars, President
(Typed or printed name and capacity of person signing application)



Lansing, Michigan

This is to Certify That

ACTION DEVELOPMENT, INC.

was incorporated on November 14, 1995, as a Michigan profit corporation,
and said corporation is in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 26th day
of July, 1996.

, Director

Corporation, Securities and Land Development Bureau

FILED
96 AUG -5 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA