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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: PARADISE BUSINESS GROUP, 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:

DOUG KELLEY
(Name of Person)
c/o PARCELS & MORE
(Firm/Company)
2751-A TAMiami TR
(Address)
PORT CHARLOTTE, FL 33952
(City, State and Zip Code)

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

DOUG KELLEY at (605) 348-7480
(Name of Person) Area Code & Daytime Telephone Number
OR 341-4686

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

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

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. PARADISE BUSINESS GROUP, 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. SOUTH DAKOTA
(State or country under the law of which it is incorporated)
3. 46-0428423
(FEI number, if applicable)
4. OCTOBER 25, 1993
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. SEPTEMBER 13, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 21078 EDGEWATER DR
PORT CHARLOTTE, FL 33952-
(Current mailing address)
8. OFFICE EQUIPMENT SALES/SERVICE, RELATED SERVICES
(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: DOUGLAS R. KELLEY
Office Address: 21078 EDGEWATER DR
PORT CHARLOTTE, Florida, 33952
(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.

Douglas R. Kelley
(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: DOUGLAS R. KELLEY
Address: 21078 EDGEWATER DR, PORT CHARLOTTE, FL 33952
Vice Chairman: JOAN L. KELLEY
Address: SAME AS CHAIRMAN

Director: _____
Address: _____

Director: _____
Address: _____

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

President: DOUGLAS R. KELLEY
Address: 21078 EDGEWATER DR
PORT CHARLOTTE, FL 33952

Vice President: JOAN L. KELLEY
Address: SAME AS PRESIDENT

Secretary: DOUGLAS R. KELLEY
Address: SAME AS PRESIDENT

Treasurer: DOUGLAS R. KELLEY
Address: SAME AS PRESIDENT

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

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

14. DOUGLAS R. KELLEY, CHAIRMAN
(Typed or printed name and capacity of person signing application)

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State of South Dakota



OFFICE OF THE SECRETARY OF STATE

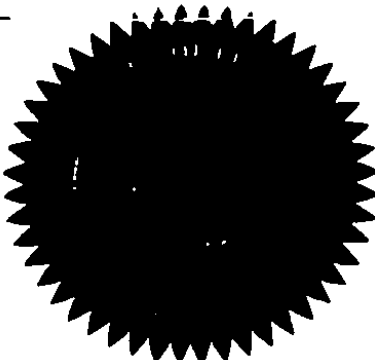
CERTIFICATE OF GOOD STANDING

DOMESTIC CORPORATION

I, Joyce Hazeltine, Secretary of State of the State of South Dakota, do hereby certify that PARADISE BUSINESS GROUP, INC. was duly incorporated under the laws of this state on October 14, 1993.

I, further certify that said corporation has complied with the laws of this State relative to the formation of corporations of its kind and is now a regularly and properly organized and existing corporation under the laws of this State and is in good standing, as shown by the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this August 14, 1996.



Joyce Hazeltine
JOYCE HAZELTINE
Secretary of State

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DIVISION OF CORPORATIONS