

CAPITAL CONNECTION, INC.

417 Virginia St., Suite 1, Tallahassee, FL 32301-8870
 Mailing Address: P.O. Box 10349, Tallahassee, FL 32302
 TOLL FREE: 1-800-347-0062
 FAX: (904) 222-1277

F96000004825

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

NAME: Baron Banker Limited Inc No. _____

- | | | |
|--|-------|-------|
| _____ Capital Expend. | _____ | _____ |
| _____ Art. of Inc. File | _____ | _____ |
| _____ Corp. Record Search | _____ | _____ |
| _____ Ltd. Partnership File | _____ | _____ |
| <input checked="" type="checkbox"/> Foreign Corp. File | _____ | _____ |
| _____ () Cert. Copy(s) | _____ | _____ |
| <u>Photo Copy</u> | _____ | _____ |
| _____ Art. of Amend. File | _____ | _____ |
| _____ Dissolution/Withdrawal | _____ | _____ |
| _____ C U S - | _____ | _____ |
| _____ Filialious Name File | _____ | _____ |
| _____ Name Reservation | _____ | _____ |
| _____ Annual Report/Reinstatement | _____ | _____ |
| _____ Reg. Agent Service | _____ | _____ |
| _____ Document Filing | _____ | _____ |
| _____ Corporate Kit | _____ | _____ |
| _____ Vehicle Search | _____ | _____ |
| _____ Driving Record | _____ | _____ |
| _____ Document Retrieval | _____ | _____ |
| _____ UCC 1 or 3 File | _____ | _____ |
| _____ UCC 11 Search | _____ | _____ |
| _____ UCC 11 Retrieval | _____ | _____ |
| _____ File No.'s, _____ Copies | _____ | _____ |
| _____ Courier Service | _____ | _____ |
| _____ Shipping/Handling | _____ | _____ |
| _____ Phone () _____ | _____ | _____ |
| _____ Top Priority _____ | _____ | _____ |
| _____ Express Mail Prep. _____ | _____ | _____ |
| _____ FAX () _____ pgs. | _____ | _____ |

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE <u>9/19/96</u>	_____	_____	_____
TIME <u>9:00</u>	_____	_____	CK No. _____
BY <u>CD</u>	_____	_____	_____

WALK-IN
 Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 19, 1996

CAPITAL CONNECTION, INC.

SUBJECT: BARON BANKER LIMITED INC.
Ref. Number: W96000019742

We have received your document for BARON BANKER LIMITED INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
Suite 1401, The Capitol
Tallahassee, FL 32399-0350
(904) 488-1111.

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: 096A00043314

Corrected



ROBERT P. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
92399-0150

September 3, 1986

John W. Parente
Attorney at Law
998A Laguna Drive
Venice, FL 34288

Dear Mr. Parente:

Re: "Baron Banker Limited, Inc."
"Baron Banker Limited of Florida, Inc."

On July 31, 1986, the Division of Banking received your request for clearance to use the above-mentioned corporate name(s). This request was noticed in the Florida Administrative Weekly beginning August 9, 1986, for 21 days until August 30, 1986 for public comment.

Section 655.922(2)(a), Florida Statutes, states in pertinent part as follows:

(2)(a) No person other than a financial institution shall, in this state:

(a) Transact business under any name or title that contains the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner;

(b) Use any name, word, sign, symbol, or device in any context or in any manner; or

(c) Circulate or use any letterhead, billhead, circular paper, or writing of any kind or otherwise advertise or represent in any manner, which indicates or reasonably implies that the business being conducted or advertised is the kind or character of business transacted or conducted by a financial institution or which is likely to lead any person to believe that such business is that of a financial institution; however, the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or the plural of any thereof, may be

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TALLAHASSEE, FLORIDA

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used by, and in the corporate or other name or title of, any company which is or becomes a financial institution holding company pursuant to federal law; any subsidiary of any such financial institution holding company which includes as a part of its name or title all or any part, or abbreviations, of the name or title of the financial institution holding company of which it is a subsidiary; any trade organization or association, whether or not incorporated, functioning for the purpose of promoting the interests of financial institutions or financial institution holding companies, the active members of which are financial institutions or financial institution holding companies; and any international development bank chartered pursuant to part II of chapter 653.

It is the opinion of this Department that your corporate name is definitive enough to differentiate the business being conducted from that of a financial institution or trust company. Therefore, the Department is able to grant your request for approval of the corporate name(s) "Baron Banker Limited, Inc." and "Baron Banker Limited of Florida, Inc."

Sincerely,



Wm. Douglas Johnson
Assistant Director
Division of Banking
Suite 1401, The Capitol
Tallahassee, FL 32399-0360
(904) 488-1111

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TALLAHASSEE, FLORIDA
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cc: Ms. Karon Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

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. BARON BANKER Limited 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. Canada
(State or country under the law of which it is incorporated)
3. 65-0681159
(FEI number, if applicable)
4. August 10, 1995
(Date of incorporation)
5. perpetual
(Duration: Your corp. will cease to exist on "perpetual")
6. July 23, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 996A Laguna Drive
Venice, FL 34295
(Current mailing address)
8. Investment
(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: John W. Parente
Office Address: 996A LAGUNA DRIVE
Venice FL 34295, Florida, 34295
(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.

John W. Parente
(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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TALLAHASSEE, FLORIDA
STATE

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: J. P. BARON

Address: 40 WILLIAM DAVIDSON ST.
WILLOW, ONTARIO, CANADA L2K 3H8

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Executive Director: GERHARD J. WELTE

Address: 1020 MATHESON BLVD. Ste 12.
MISSISSAUGA, ONTARIO CANADA L4W 4S9

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

President: FRED J. PITTMAN

Address: 7 CHIMNEY HILL DRIVE
CAMBRIDGE, ONTARIO CANADA N1T 1G8

Vice President: DIETER TUREK

Address: 1020 MATHESON BLVD. Ste 12
MISSISSAUGA ONTARIO, CANADA L4W 4S9

Secretary: FRED J. PITTMAN

Address: SAME AS ABOVE President

Treasurer: FRED J. PITTMAN

Address: SAME AS ABOVE President

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

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

14. J. P. BARON, Chairman
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA
STATE

Ministry of
Consumer and
Commercial Relations

Business Division
Companies Branch
303 University Ave. Suite 200
Toronto ON M5G 2M2

Ministère de
la Consommation
et du Commerce

Division des affaires commerciales
Direction des compagnies
303 av. University Bureau 200
Toronto ON M5G 2M2



Ontario

Certificate of Status Certificat de Statut Documentaire

This is to certify that according to the
records of the companies branch

Je certifie par les présentes que, conformément
aux dossiers de la Direction des compagnies,

BARON BANKER LIMITED

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

001142908

is a corporation incorporated, amalgamated
or continued under the laws of
the Province of Ontario.

est constituée, fusionnée ou prorogée en vertu
des lois de la province de l'Ontario.

The corporation came into existence on

La personne morale a été fondée le

AUGUST 10 AOÛT, 1995

and has not been dissolved.

et n'a pas été dissoute.

Dated

Fait le

JULY 29 JUILLET, 1996

Controller of Records
Contrôleur des dossiers

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA