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Thomas H. Thorelli
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August 30, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Channeled Whelk International, Inc.

Dear Sir or Madam:

Enclosed please find the following:

1. One (1) original of the Application by Foreign Corporation for Authorization to Transact Business in Florida.
2. One (1) original Certificate of Existence in the State of Delaware.
3. A check in the amount of \$78.75 which includes \$35.00 for the filing fees, \$35.00 for registered agent designation fee and \$8.75 for a Certificate of Status.

Please forward the Certificate of Status to this office.

If you have any questions concerning the above, please do not hesitate to contact me.

Sincerely,

Thomas H. Thorelli
Thomas H. Thorelli

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Enclosure

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REC'D SEP 17 1996

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 11, 1996

THOMAS H. THORELLI
POTTER & THORELLI
233 SOUTH WACKER DRIVE, #7100 SEARS TOWE
CHICAGO, IL 60606-6446

SUBJECT: CHANNELED WHELK INTERNATIONAL, INC.
Ref. Number: W96000019147

We have received your document for CHANNELED WHELK INTERNATIONAL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The FEI number in block 3 is illegible.

The registered agent must sign accepting the designation.

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) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 996A00042354

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1803, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Channeled Wholk International, 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. Delaware 3. 36 4097270
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. July 9, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or perpetual)

6. Upon Qualification
(Date first transacted business in Florida: (See sections 607.1801, 607.1802, and 617.105, F.S.))

7. Sodermannagatan 9, 1tr
S-116 23 Stockholm, SWEDEN
(Current mailing address)

8. General business purposes
(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:
The Prentice-Hall Corporation
Name: System, Inc.

Office Address: 1201 Nays Street, Suite 105
Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.
By: Patricia Pizzuto, Patricia Pizzuto, as 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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Dan Halvarsson

Address: Sodermannagatan 9, 1tr

S-116 23 Stockholm, SWEDEN

Vice Chairman: _____

Address: _____

Director: Dan Halvarsson

Address: Sodermannagatan 9, 1tr

S-116 23 Stockholm, SWEDEN

Director: _____

Address: _____

B. OFFICERS

President: Dan Halvarsson

Address: Sodermannagatan 9, 1tr

S-116 23 Stockholm, SWEDEN

Vice President: _____

Address: _____

Secretary: Dan Halvarsson

Address: Sodermannagatan 9, 1tr

S-116 23 Stockholm, SWEDEN

Treasurer: Dan Halvarsson

Address: Sodermannagatan 9, 1tr

S-116 23 Stockholm, SWEDEN

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

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

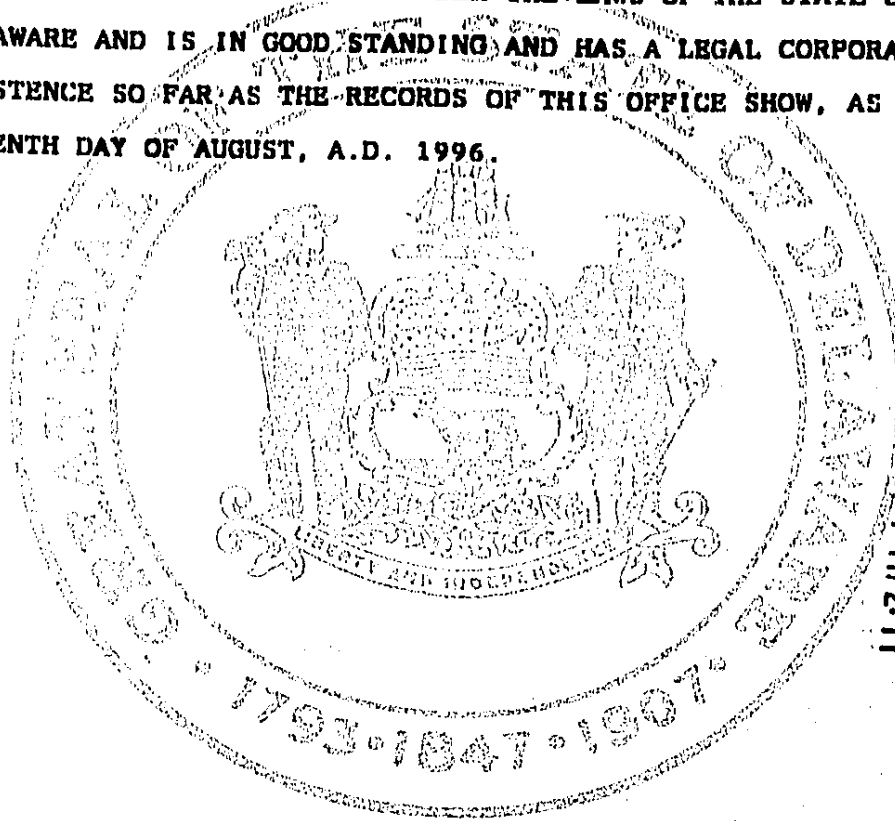
14. Dan Halvarsson, Chairman
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHANNELED WHEELK INTERNATIONAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF AUGUST, A.D. 1996.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8059053

DATE:

08-07-96