

F96000005897

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

W96-23460
000001995840--4
-11/05/96--01078--001
****131.25 ****131.25

SUBJECT: WASATCH International Corporation
(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:

MARY F. DUNCAN
(Name of Person)
WASATCH International Corporation
(Firm/Company)
1301 N Congress Ave #135
(Address)
Boynton Beach, Florida 33426
(City/State and Zip Code)

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

MARY F. DUNCAN at (904) 732-1200
(Name of Person) Area Code & Daytime Telephone Number

95 NOV 13 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 5, 1996

MARY F DUNCAN
WASATCH INTERNATIONAL CORPORATION
1301 N CONGRESS AVE #135
BOYNTON BCH, FL 33426

SUBJECT: WASATCH INTERNATIONAL CORPORATION
Ref. Number: W96000023460

We have received your document for WASATCH INTERNATIONAL CORPORATION and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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: 596A00050779

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. WASATCH International Corporation
(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. Nevada
(State or country under the law of which it is incorporated)
3. 87-0435741
(FEI number, if applicable)
4. 11/4/85
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. #1 Waiver qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 1301 N. Congress Ave. #135
Boynton Beach, Florida 33426
(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)

 SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

9. Name and street address of Florida registered agent:

Name: MARY DUNCAN

Office Address: 1301 N. Congress Ave #135

Boynton Beach, Florida, 33426
(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.

Mary P. Duncan
(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: Joe Logan, Jr.

Address: 1301 N Congress Ave #135
Boynton Beach, Florida 33426

Vice Chairman: _____

Address: _____

Director: Eli Lebowitz

Address: 289 Starling Rd.
Englewood, NJ 07631

Director: Robert Thomas

Address: 222 Hwy 35
Middle town, NJ 07748

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

President: Joe Logan, Jr.

Address: 1301 N Congress Ave #135
Boynton Beach, Florida 33426

Vice President: _____

Address: _____

Secretary: MARY F. Duncan

Address: 1301 N Congress Ave #135
Boynton Beach, Florida 33426

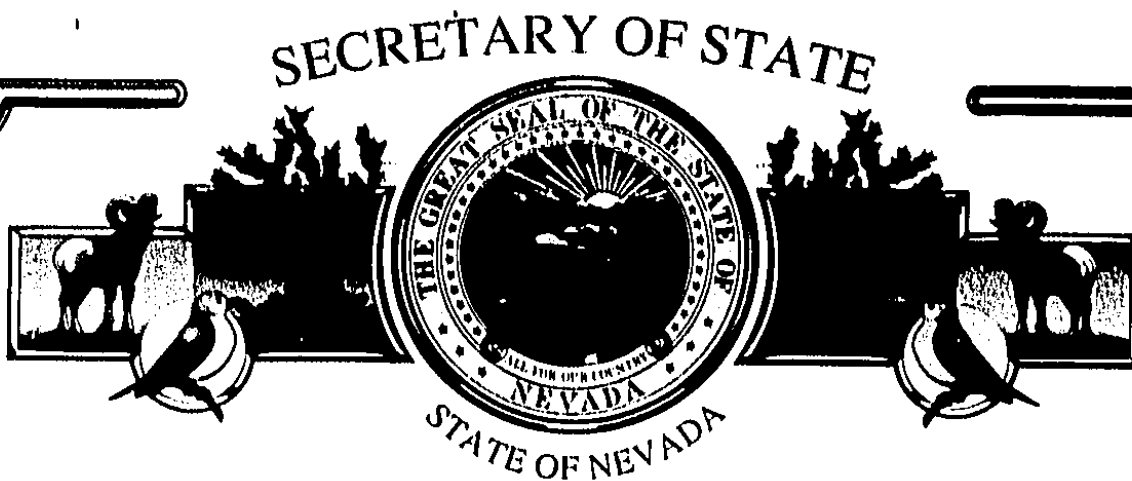
Treasurer: _____

Address: _____

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

13. Mary F. Duncan
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARY F. DUNCAN / Corp Sec
(Typed or printed name and capacity of person signing application)



**CERTIFICATE OF CORPORATE EXISTENCE
(EXCLUDING AMENDMENTS)**

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **WASATCH INTERNATIONAL CORPORATION** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, this 29TH day of OCTOBER,
1996.



Dean Heller

Secretary of State

By *Delaine Mayhew*
Certification Clerk

96 NOV 12 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED