

TRANSMITTAL LETTER

F9600006888

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: ST. JOHN'S CONSULTING 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:

SUSAN KING CPA
(Name of Person)

(Firm/Company)

65 BUTTONWOOD DRIVE
(Address)

EAST BRUNSWICK NJ 08816
(City, State and Zip Code)

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*****70.00 *****70.00

W96-26568

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

SUSAN KING

(Name of Person)

at (908) 257-3242

Area Code & Daytime Telephone Number

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 DEC 30 AM 11:45

FILED

7/12/31



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 18, 1996

SUSAN KING, CPA
65 BUTTONWOOD DR
E BRUNSWICK, NJ 08816

SUBJECT: ST JOHN'S CONSULTING GROUP, INC.
Ref. Number: W96000026568

We have received your document for ST JOHN'S CONSULTING GROUP, INC. and your check(s) totaling \$70.00. 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: 896A00056371

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. ST. JOHN'S CONSULTING 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. NEW JERSEY
(State or country under the law of which it is incorporated)
3. 22-3089311
(FET number, if applicable)
4. JAN 25, 1991
(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 817.155, F.S.))
7. 33 WOOD AVENUE SOUTH
ISELIN, NJ 08830
(Current mailing address)
8. CONSULTING
(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: ROOF WEFJEN
Office Address: 30218 Fairway Drive
Wesley Chapel, Florida, 33543-4434
(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.

(X)

Roy Wefjen
(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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56 DEC 30 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: PHILIP MICHEL

Address: 633 SHACKAMAXON DRIVE, WESTFIELD, NJ 07090

Vice Chairman: /

Address: /

Director: /

Address: /

Director: /

Address: /

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

President: PHILIP MICHEL

Address: 633 SHACKAMAXON DRIVE
WESTFIELD, NJ 07090

Vice President: /

Address: /

Secretary: /

Address: /

Treasurer: /

Address: /

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. PHILIP MICHEL

(Typed or printed name and capacity of person signing application)

NEW JERSEY SECRETARY OF STATE

ST. JOHN'S CONSULTING GROUP, INC.

I, THE SECRETARY OF STATE OF THE STATE OF NEW JERSEY, DO HEREBY CERTIFY THAT THE RECORDS OF THIS OFFICE SHOW THAT THE CHARTER/AUTHORITY OF THE ABOVE-NAMED NJ BUSINESS WAS FILED IN THIS OFFICE ON JAN. 25, 1991.

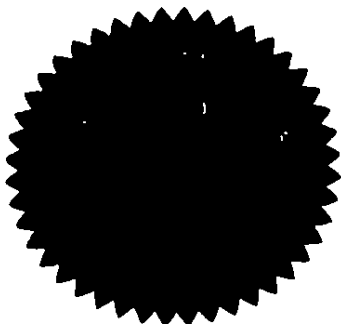
I FURTHER CERTIFY, THAT SO FAR AS THE RECORDS OF THIS OFFICE SHOW, SAID BUSINESS HAS NOT BEEN DISSOLVED, CANCELLED, OR WITHDRAWN, NOR HAS ITS CHARTER/AUTHORITY BEEN VOIDED/REVOKED FOR NON-PAYMENT OF STATE TAXES BY PROCLAMATION. IT NOW CONTINUES TO MAINTAIN ACTIVE STATUS WITHIN THE STATE OF NEW JERSEY. AT THE TIME OF THE ISSUANCE OF THIS CERTIFICATE, ANNUAL REPORTS ARE CURRENT.

I FURTHER CERTIFY THAT THE LOCATION OF THE REGISTERED OFFICE IS

633 SHACKAMAXON DR
WESTFIELD NJ 07090
AND THE REGISTERED AGENT IS PHILIP MICHEL.

OCT. 21, 1996

Donna R. Hooker



FILED
96 DEC 30 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA