CAPITAL CONNECTION, INC. 0005813 (850) 22002334267--1 -10/30/97--01083--014 ****122.50 W97-24759 Art of Inc. File LTD Partnership File AFCEIVED 97 OCT 30 PM 2: 48 01VISION OF CORPORATION

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FLORIDA DEPARTMENT OF STATE: 5 Sandra B. Mortham Secretary of State CF CCRPORATION

October 30, 1997

CAPITAL CONNECTION, INC.

SUBJECT: HYPERION MANAGEMENT GROUP, INC.

Ref. Number: W97000024759



We have received your document for HYPERION MANAGEMENT GROUP, INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

A photocopy of the certificate of existence is not acceptable.

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 (850) 487-6095.

Jennifer Sindt Document Examiner

Letter Number: 397A00052786

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850-222-1222-

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.	HYPERION MANAGEMENT GROUP, Inc.	
	(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural p or partnership if not so contained in the name at present.)	or erson
2	NEVADA (State or country under the law of which it is incorporated) (FEI number, if applicable)	<u></u>
4.	. JULY 14, 1997 5. PERPETURE	
6.)
7.	(Date first transacted business in Florida. (See sections 607.1501, 507.1502, and 817.155, F.S.) 855 So. FEDERAL HIGHWAY SUHE 108	SECR
	BOCA RATON FL 33 432 (Current mailing address)	
8.	General Business	THE ST
	(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida).	7
9.	Name and street address of Florida registered agent:	
	Name: Michael Moffitt, JR.	
	Office Address: 855 So. FEDERAL Buy, #108	
	Boca Poton Florida, 33432	
	(Zip Code)	

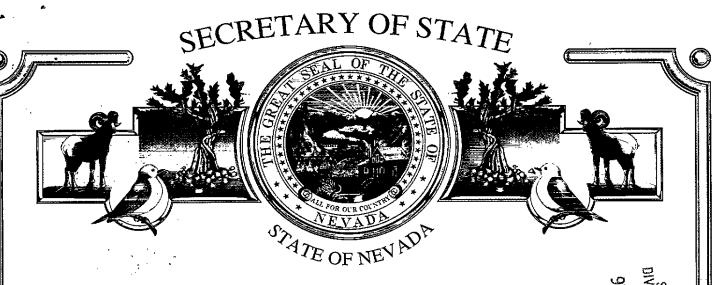
10. Registered agent's acceptance:

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.

(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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CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do heraby certify that I am, by the laws of said State, the custodian of the records relating to flings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **HYPERION MANAGEMENT GROUP, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since July 14, 1997, 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, on September 27, 1997.

Secretary of State

By C Estat Certification Clerk

