F97000006002

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section Division of Corporations
SUBJECT:
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:
HAROLD MEYER (Name of Person)
CMW, INC. 200002324192-6 (Firm/Company) -10/20/97-01093-003 *****70.00 ******70.00
3606 615T 5T W *****70.00 (Address)
BRADENTON FL 34209-7557 (City/State/Zip)
Should you need to call someone concerning this matter, please call:
Name of Person) at (941) 794-2830 (Area Code & Daytime Telephone Number)
COURIER ADDRESS: MAILING ADDRESS:

Qualification/Tax Lien Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399 Qualification/Tax Lien Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 20, 1997

HAROLD MEYER CMW, INC. 3606 61ST ST W. BRADENTON, FL 34209-7557

SUBJECT: CMW, INC.

Ref. Number: W97000023872

We have received your document for CMW, 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:

I am returning the certified copy of the certificate of incorporation as s. 607.1503(2), F.S., requires a foreign corporation to submit an original "certificate of existence" issued by the Delaware Secretary of State within the last 90 days. Please contact the Delaware Secretary of State at (302) 739-3073 to request such certificate.

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) 487-6092.

Letter Number: 497A00051165

Hart Collins
Senior Corporate Section Administrator

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. (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.) DELAWARE (FEI number, if applicable) (State or country under the law of which it is incorporated) 4. AUGUST 27. 1997 5. PERPETUAL (Duration) (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. 3606 615 8. ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
ORGANIZED UNDER THE GENERAL CORPORATION LAW OF DELAWARE. 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) Office Address: 3606 6157 BRADENTON 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.

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.

A. DIRECTORS (Street address only - P.O. Box NOT acceptable) Chairman: HAROLD MEYER 3606 61ST ST W BRADENTON FL 34209-7557 Vice Chairman: Address: Address: B. OFFICERS (Street address only - P.O. Box NOT acceptable) President: HAROLD MEYER Address: 3606 615T ST W BRADENTON FL 34209-7557 Vice President: Address: Secretary: Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) HAROLD MEYER, CHAIRMAN + PRESIDENT

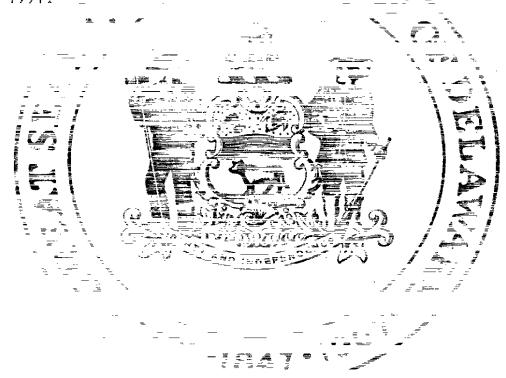
(Typed or printed name and capacity of person signing application)

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CMW, 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 TWENTY-NINTH DAY OF OCTOBER, A.D. 1997.



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SECRETARY OF STATE DIVISION OF CORPORATION



Edward J. Freel, Secretary of State

2789580 8300

AUTHENTICATION:

8728693

971366047

DATE:

10-29-97