

VIA PRIORITY MAIL

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RPS

February 5, 1997

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

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-02/09/98--01044--001
*****78.75 *****78.75

Re: ASB Kendall Services Corp.

Dear Sir or Madam:

Enclosed please find the following documents required to qualify ASB Kendall Services Corp. to do business in Florida:

1. Application by Foreign Corporation to Authorization to Transact Business, including the Acceptance by Registered Agent, submitted in duplicate.
2. A Certificate of Existence dated January 27, 1998, issued by Nevada, the state of formation.
3. A check in the amount of \$78.75, representing the filing fee (\$70.00 filing fee, plus \$8.75 for the Certificate of Status).

Please return the filed document, along with the Certificate of Status, to my attention at the letterhead location. If you have any questions regarding the enclosures, please feel free to contact me at (760) 431-9100, ext. 2102.

Yours very truly,



Diana L. Farace
Legal Assistant

Enclosures

cc: Patricia M. Green (w/o encls.)

:dl/ State\Florida

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Real Property Services Corp.
1935 Camino Vida Roble
Carlsbad, CA 92008-6599

619/431-9100 • Telefax: 619/431-9156


**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. ASB KENDALL SERVICES CORP.
(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. _____
(FEI number, if applicable)
4. JANUARY 26, 1998
(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. 1935 CAMINO VIDA ROBLE
CARLSBAD, CA 92008-6599
(Current mailing address)
8. TO BE THE MANAGER OF A LIMITED LIABILITY COMPANY
(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:
Name: NEIL SCHAEFFER
Office Address: 28779 WILD COFFEE COURT
BONITA SPRINGS, Florida, 34135
(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)
NEIL SCHAEFFER

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: ALLAN S. BIRD

Address: 1935 CAMINO VIDA ROBLE

CARLSBAD, CA 92008-6599

Director: _____

Address: _____

B. OFFICERS

President: ALLAN S. BIRD

Address: 1935 CAMINO VIDA ROBLE

CARLSBAD, CA 92008-6599

Vice President: PATRICIA M. GREEN

Address: 1935 CAMINO VIDA ROBLE

CARLSBAD, CA 92008-6599

Secretary: PATRICIA M. GREEN

Address: 1935 CAMINO VIDA ROBLE

CARLSBAD, CA 92008-6599

Treasurer: ALLAN S. BIRD

Address: 1935 CAMINO VIDA ROBLE

CARLSBAD, CA 92008-6599

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

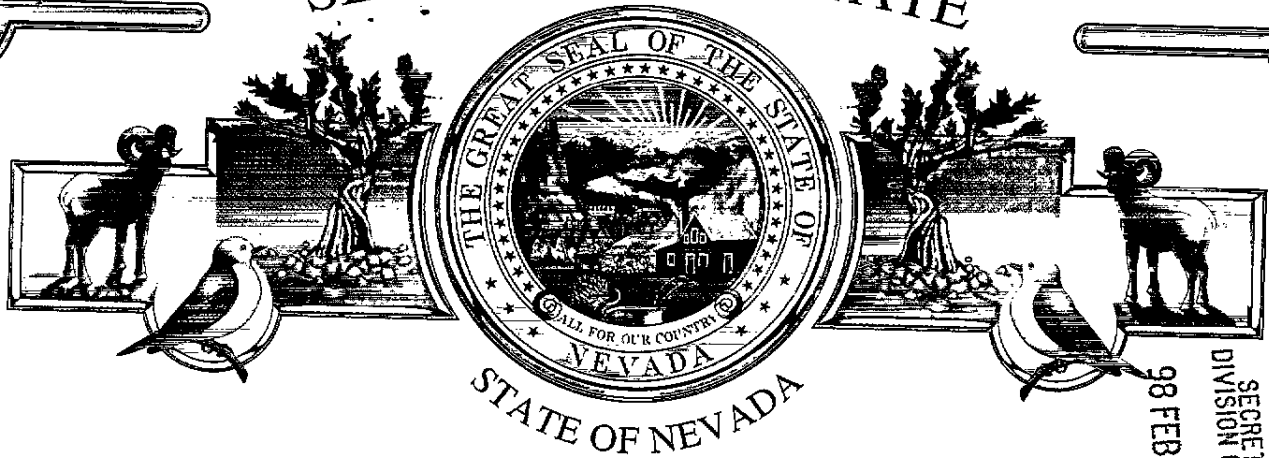
13. Patricia M. Green

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

14. PATRICIA M. GREEN, VICE PRESIDENT

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

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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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 filings 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, **ASB KENDALL SERVICES CORP.**, 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 January 26, 1998, 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 January 27, 1998.

Dean Heller
Secretary of State

By *Mark V. L. L.*
Certification Clerk