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City State Zip Phone

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CORPORATION(S) NAME

BluOx Enterprises, Inc.

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| <input type="checkbox"/> NonProfit           | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark            |
| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other           |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of R.A.  |
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# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. BluOx Enterprises, 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. Delaware  
(State or country under the law of which it is incorporated)

3. applied for  
(FEI number, if applicable)

4. February 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. 700 S. Federal Hwy, Suite 200, Boca Raton, FL 33432  
(Current mailing address)

8. transaction of any and all lawful busienss for which corporation may  
be incorporated under the Delaware General Corporation Law  
(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: Stacy McMillen  
Office Address: 700 South Federal Hwy., Suite 200  
Boca Raton, Florida, 33432  
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

Stacy McMillen, Secretary  
(Registered agent's signature) (Officer)  
Stacy McMillen - Secretary  
(Type Name and Title of Officer)

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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:

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Stephen L. Gurba

Address: 700 South Federal Hwy., Suite 200, Boca  
Raton, FL 33432

Director: Gary L. Shapiro

Address: 700 South Federal Hwy., Suite 200, Boca  
Raton, FL 33432

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

President: Stephen L. Gurba

Address: 700 South Federal Hwy., Suite 200, Boca  
Raton, FL 33432

Vice President: Gary L. Shapiro

Address: 700 South Federal Hwy., Suite 200, Boca  
Raton, FL 33432

Secretary: Stacy McMillen

Address: 700 South Federal Hwy., Suite 200,  
Boca Raton, FL 33432

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Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

13. Stacy McMillen Secretary  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Stacy McMillen, Secretary  
(Typed or printed name and capacity of person signing application)

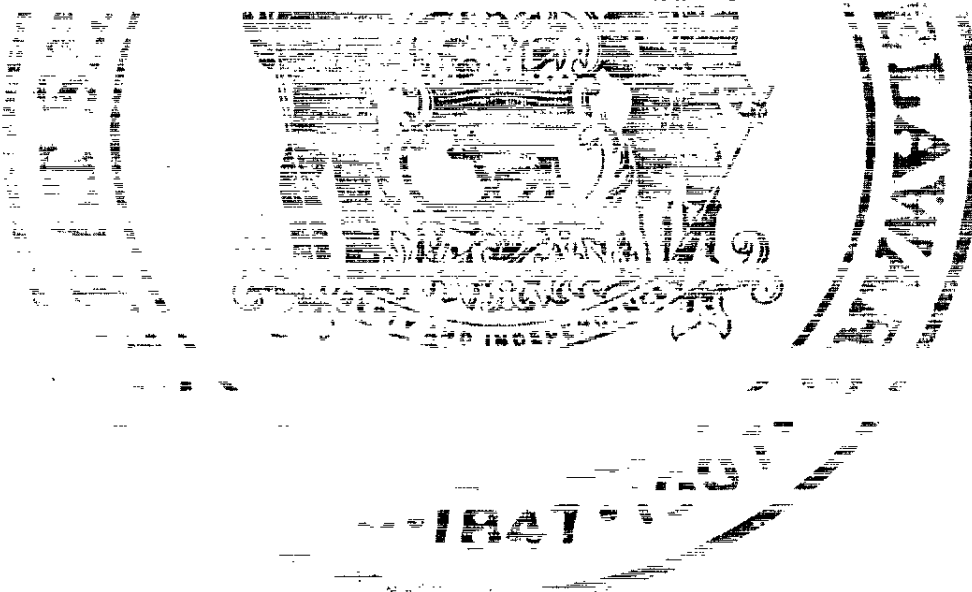
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State of Delaware  
Office of the Secretary of State

PAGE 1

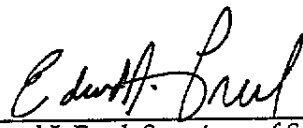
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLUOX ENTERPRISES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF MARCH, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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