

F98000001254

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Marketing Solutions International, 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:

W98-4256

Cheryl L. Galloway
(Name of Person)

Marketing Solutions International, Inc.
(Firm/Company)

778 Jimmy Ann Drive #804
(Address)

Daytona Beach, FL 32114
(City/State/Zip)

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

300002440503--4
-02/25/98--01058--006
*****70.00 *****70.00

Cheryl L. Galloway at (904) 239-6980
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -5 AM 8:42
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 25, 1998

CHERYL L. GALLOWAY
MARKETING SOLUTIONS INTERNATIONAL, INC.
778 JIMMY ANN DR. #804
DAYTONA BEACH, FL 32114

SUBJECT: MARKETING SOLUTIONS INTERNATIONAL, INC.
Ref. Number: W98000004256

We have received your document for **MARKETING SOLUTIONS INTERNATIONAL, 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:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 698A00010751

March 2, 1998

Florida Department of State
Division of Corporations
Corporate Records
PO Box 6327
Tallahassee, FL 32314
Attn. Jennifer Sindt

Subject: MARKETING SOLUTIONS INTERNATIONAL, INC.
Ref. Number: W98000004256

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DIVISION OF CORPORATIONS
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As advised in your letter number 698A00010751, I submit the following sworn affidavit to correct the error in the previously submitted application for a certificate of authority:

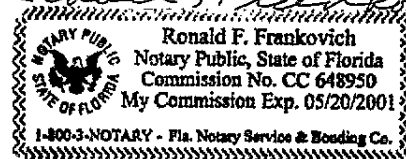
1. The previously submitted application for a certificate of authority for Marketing Solutions International, Inc. contains an error regarding the date the corporation began conducting business in Florida. The corporation has not conducted business in Florida, pursuant to Florida Statutes 607.1501 and 617.1501.
2. The corporation will begin transacting business in Florida upon qualification.

Please accept this sworn statement as an official correction of the record. Thank you for bringing this matter to my attention.

Sincerely,

Cheryl Galloway

Cheryl Galloway
President
Marketing Solutions International, Inc.



*Pa: Lic 23981648
exp: 8/31/00
Volusia County
State of Fla
March 2, 1998*

**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.*

Marketing Solutions International, Inc.

1. Marketing Solutions International, 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. Pennsylvania 3. 251-782-351-2
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/1/96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 2/1/97
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 778 Jimmy Ann Drive #804
Daytona Beach, FL 32114
(Current mailing address)

8. Consulting
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Cheryl L. Galloway

Office Address: 778 Jimmy Ann Drive #804

Daytona Beach, Florida, 32114
(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.

Cheryl L. Galloway
(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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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Cheryl L. Galloway

Address: 778 Jimmy Ann Drive #804

Daytona Beach, FL 32114

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: Larry Prosser

Address: 975 Sandcrest Drive

Port Orange, FL 32127

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

13. Cheryl L. Galloway - President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Cheryl L. Galloway, President, Marketing Solutions Int'l
(Typed or printed name and capacity of person signing application)



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

FEBRUARY 05, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

MARKETING SOLUTIONS INTERNATIONAL, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Secretary of the Commonwealth

DPOS

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