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ACCT#: 105256001620

CONTACT: RICHARD OSTER

PHONE: (608)251-6600

FAX #: (608)251-6907

NAME XEMEX, INC.

AUDIT NUMBER.....H98000003334

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..1 PAGES.....2

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 16, 1998

BUSINESS FILINGS
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SUBJECT: XEMEX, INC.
Ref. Number: W98000005747

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We have received your document(s) in this office, however, a copy of the document is being returned for the following:

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

A brief description of the entity's nature of business must be included in the document.

Simply "No Limitations" is not sufficient for line eight.

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

FAX Aud. #: H98000003334
Letter Number: 698A00013999

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. XENEX, 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. 12-23-94
(Date of Incorporation)
5. Perpetual
(Duration. Year corp. will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. XENEX INC., C/O BUSINESS FIDELITY
214 N. HAWLY STREET, SUITE 201 MADISON, WI 53703
(Current mailing address)

8. Direct Mail-Order Merchandise sales
(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: (P.O. Box or Mail Drop Box NOT acceptable)

Name: PASCAL-G. FELIX

Office Address: 12202 N. DUND ST. #518

TAMPA, Florida, 33612
(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.

[Signature]
(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: PASCAL - G. FAUX

Address: 12262 N. 22ND ST. APT 518, TAMPA FL 33612

Vice Chairman: SAMA AS ABOVE

Address: _____

Director: SAMA AS CHAIRMAN

Address: _____

Director: SAMA AS CHAIRMAN

Address: _____

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

President: PASCAL - G. FAUX

Address: 12262 N. 22ND ST. APT. 518 TAMPA FL 33612

Vice President: SAMA AS ABOVE

Address: _____

Secretary: SAMA AS PRESIDENT

Address: _____

Treasurer: SAMA AS PRESIDENT

Address: _____

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

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

14. PASCAL - G. FAUX, PRESIDENT
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "XEMEX, 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 TENTH DAY OF FEBRUARY, A.D. 1998.

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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE: 8913475

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02-10-98

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