

F98000002369

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Calloway Funding Corp
(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:

Leonard Tambasco
(Name of Person)

Calloway Funding Corp
(Firm/Company)

PO Box 970515
(Address)

Boca Raton FL 33497
(City/State/Zip)

98 APR 27 AM 8:20

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

W98-7635

Leonard Tambasco at (954) 346 7575
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 6, 1998

LEONARD TAMBASCO
CALLAWAY FUNDING CORP
PO BOX 970515
BOCA RATON, FL 33497

SUBJECT: CALLAWAY FUNDING CORP.
Ref. Number: W98000007635

We have received your document for CALLAWAY FUNDING CORP. and your check(s) totaling \$131.25. However, the document has not been filed and is being retained in this office for the following:

You have submitted a certificate of incorporation that is not what we require in order to process the application. You would need to obtain a certificate of existence (good standing) from the Secretary of State of Delaware.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 298A00018188

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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. Callaway Funding 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. Delaware 3. 65-0656311
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/16/95 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. To be Determined, waiting for this approval
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. PO Box 970515

Boca Raton FL 33497
(Current mailing address)

8. Consulting Services
(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: Leonard Tambasco

Office Address: 3650 Coral Ridge Dr Suite 101
Coral Springs, Florida, 33065
(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.

Leonard Tambasco
(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: Leonard Tambasco

Address: 3650 Conal Ridge Dr Suite 101
Conal Springs FL 33065

Vice Chairman: David Aubel

Address: 3650 Conal Ridge Dr Suite 101
Conal Springs FL 33065

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Leonard Tambasco

Address: 3650 Conal Ridge Dr Suite 101
Conal Springs FL 33065

Vice President: David Aubel

Address: 3650 Conal Ridge Dr Suite 101
Conal Springs FL 33065

Secretary: Leonard Tambasco

Address: 3650 Conal Ridge Dr Suite 101
Conal Springs FL 33065

Treasurer: _____

Address: _____

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

13. Leonard Tambasco Pres
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

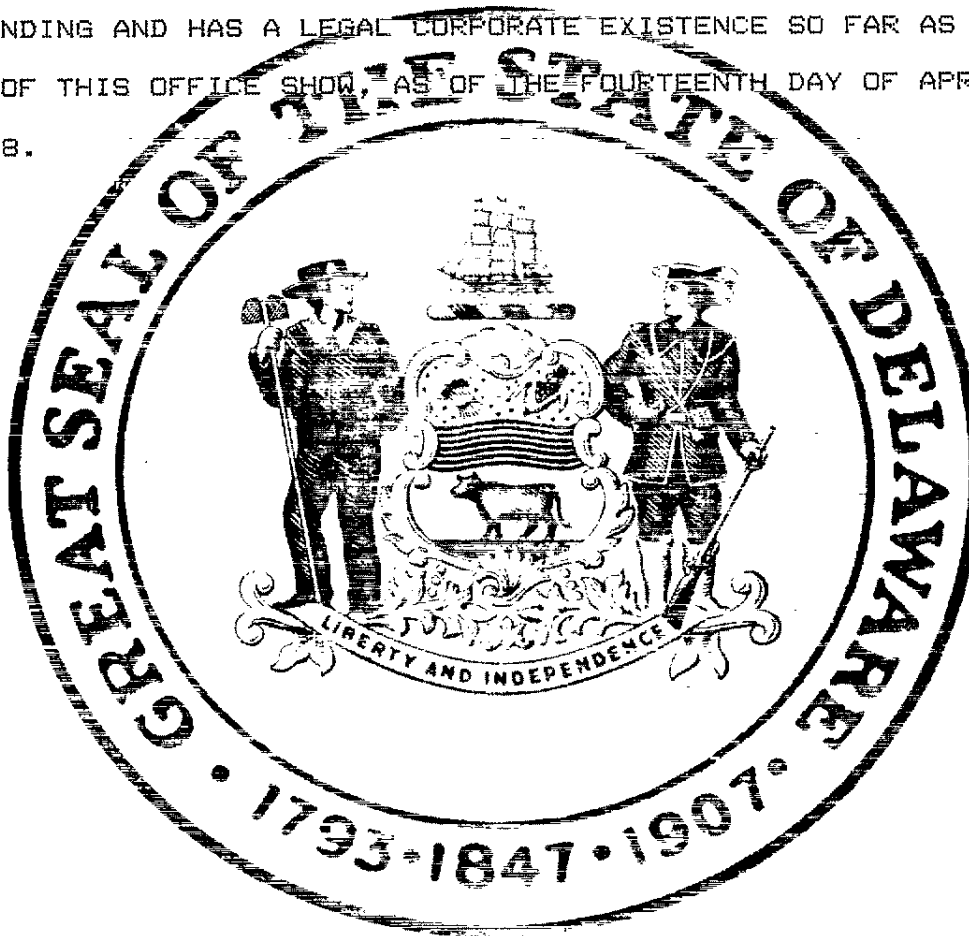
14. Leonard Tambasco Pres
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CALLAWAY FUNDING CORP." 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 FOURTEENTH DAY OF APRIL, A.D. 1998.



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DIVISION OF CORPORATIONS
98 APR 27 AM 8:20



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9025739

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DATE: 04-14-98