

5/08/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~NAME~~ *Greg*
PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: NORTHSTAR DEVELOPMENTS, INC.

AUDIT NUMBER.....H98000008752

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS...1

PAGES..... 3

CERT. COPIES.....0

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

May 8, 1998

CORPORATE CREATIONS INTERNATIONAL

SUBJECT: NORTHSTAR DEVELOPMENTS, INC.

REF: W98000010490

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6958.

Lee Rivers
Document Specialist

FAX Aud. #: H9800000E752
Letter Number: 598A00025567

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

BOARD OF DIRECTORS RESOLUTION

The board of directors of Northstar Developments, Inc., a Delaware corporation, authorized the corporation on to adopt the alternate name Northstar Developments Holdings, Inc. to transact business in Florida.

The undersigned certifies that the board of directors adopted the corporate resolution shown above.

Date: May 8, 1998



Greg K. Kuroda, Assistant Secretary

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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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. Northstar Developments, 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. 59-3481916

(FEI number, if applicable)

4. December 1, 1997

(Date of Incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing this application

(Date first transacted business in Florida. (See Section 607.1501, 607.1502, and 817.155, F.S.)

7. 4243 Holden Road

Lakeland, FL 33811

(Current mailing address)

8. Purpose of corporation to be carried out in Florida: all activities permitted under applicable law.

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

Corporate Creations Enterprises Inc.
4521 PGA Boulevard #211
Palm Beach Gardens, FL 33418

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.

By: Greg K. Kuroda

Corporate Creations Enterprises Inc.
Greg K. Kuroda, Vice President

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.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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12. Names and business addresses of officers and/or directors: (Street address ONLY)

A. DIRECTORS

Jack Lugas
4243 Holden Road
Lakeland FL 33811

B. OFFICERS

PRESIDENT Jack Lugas
4243 Holden Road
Lakeland FL 33811

SECRETARY Jack Lugas
4243 Holden Road
Lakeland FL 33811

TREASURER Jack Lugas
4243 Holden Road
Lakeland FL 33811

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13. Signature of an officer listed in item 12:

By: 
Jack Lugas
by G. K. Kuroda as attorney-in-fact

Date: 5/8/98

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

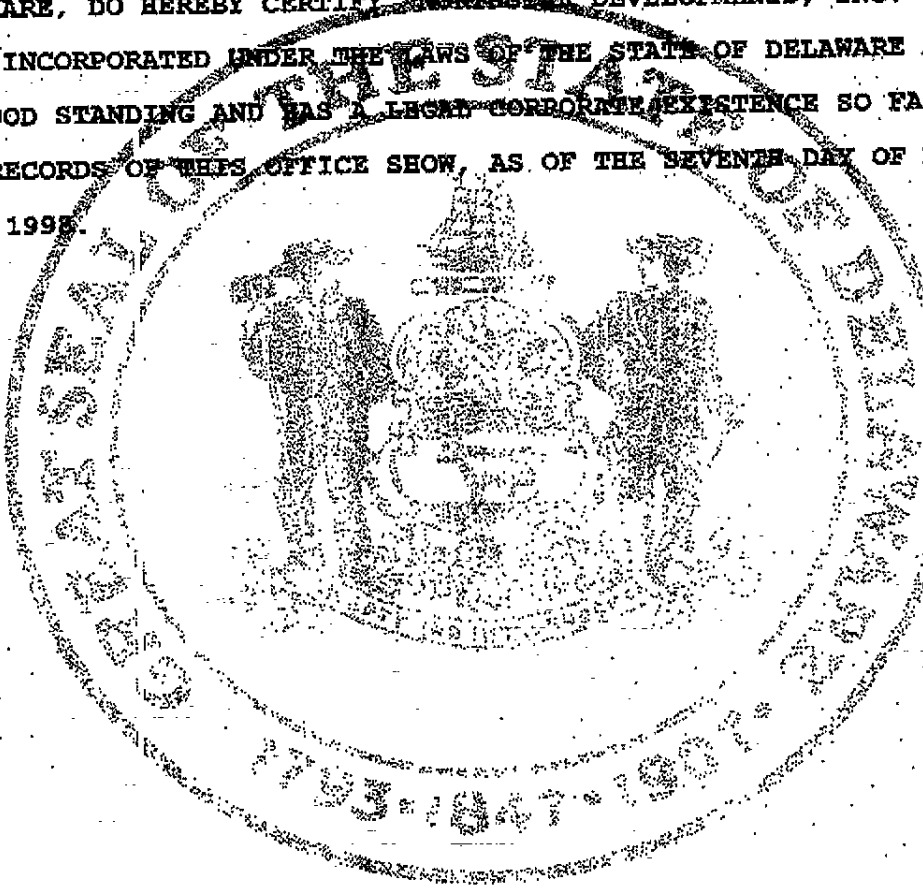
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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NORTHEAST DEVELOPMENTS, 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 SEVENTH DAY OF MAY, A.D. 1998.



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

9067875

DATE:

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