

# F98000002645

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: VERMAX, 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:

TERENCE W. ASH, CPA  
(Name of Person)  
VERMAX INDUSTRIES, INC.  
(Firm/Company)  
958 WEST 3265 SOUTH  
(Address)  
SALT LAKE CITY, UT 84119  
(City/State/Zip)

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

300002489609--5  
-04/15/98-01060--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

TERENCE W. ASH at ( 801 ) 973-7770  
(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 MAY 11 AM 10:57

This Utah corporation is survivor of merger  
merging Verman of Florida, INC. into  
Verman, INC. on 7/30/97 - see # J23297. (next page)  
No penalty due HC

5/11/98 CORPORATE DETAIL RECORD SCREEN 10:49 AM  
 NUM: J23297 ST:FL INACTIVE/FL PROFIT FLD: 07/09/1986  
 LAST: MERGED FLD: 07/30/1997  
 FEI#: 59-2689402  
 NAME : VERMAX OF FLORIDA, INC.  
 NH: 1  
 PRINCIPAL: 3265 S. 958 W. CHANGED: 01/23/95  
 ADDRESS SALT LAKE CITY, UT 84119  
 MAILING : P.O. BOX 65568 CHANGED: 01/23/95  
 ADDRESS SALT LAKE CITY, UT 84165-0568  
 RA NAME : LAMBRECHT, WILLIAM G.  
 RA ADDR : 1550 RINGLING BLVD. ADDR CHG: 05/06/91  
 SARASOTA, FL 34236 US  
 ANN REP : (1995) BY 05/01/95 (1996) B 04/19/96 (1997) BN 04/21/97

1. MENU, 3. OFFICERS, 4. EVENTS, 6. NAMES

ENTER SELECTION AND CR:

5/11/98 EVENT DETAIL SCREEN 10:49 AM  
 CORP NUMBER: J23297 CORP STATUS: INACTIVE  
 FILED DATE : 07/09/1986  
 CORP NAME : VERMAX OF FLORIDA, INC.

EVENT TYPE	FILED DATE	EFFECTIVE DATE	DESCRIPTION
CORPORATE MERGER	07/30/1997		MERGING : J23297 MERGED INTO NON-QUALIFIED : VERMAX, INC. UTAH
NAME CHANGE AMENDMENT	08/19/1987		OLD NAME WAS : TRESPO, INC.

+ NEXT, 1. MENU, 2. FILING, 3. OFFICERS, 4. TOP, 6. NAMES

ENTER SELECTION AND CR:

**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. VERMAX, 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. UTAH 3. 59-2689402  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. MAY 13, 1997 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. MAY 13, 1997  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. P.O. Box 65568  
SALT LAKE CITY, UTAH 84165-0568  
(Current mailing address)

8. SALE OF CULTURED MARINE PRODUCTS  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

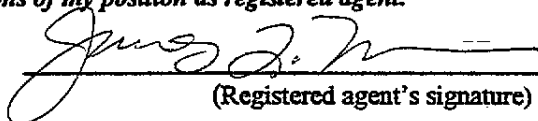
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: MR. JIM TURNER

Office Address: 200 SOUTH ORANGE AVENUE  
SARASOTA, Florida, 34230  
(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.*

  
(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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DIVISION OF CORPORATIONS  
98 MAY 11 AM 10:57

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)

DIRECTOR  
Chairman:

LEIF W. ANDERSEN

Address:

958 WEST 3265 SOUTH

SALT LAKE CITY, UT 84119

Vice Chairman:

Address:

Director:

BEN R. SEMCHUCK

Address:

958 WEST 3265 SOUTH

SALT LAKE CITY, UT 84119

Director:

GLEN WATKINS

Address:

958 WEST 3265 SOUTH

SALT LAKE CITY, UT 84119

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

President:

LEIF W. ANDERSEN

Address:

958 WEST 3265 SOUTH

SALT LAKE CITY, UT 84119

Vice President:

BEN R. SEMCHUCK

Address:

958 WEST 3265 SOUTH

SALT LAKE CITY, UT 84119

Secretary:

KRISTINA MATHERS

Address:

958 WEST 3265 SOUTH

SALT LAKE CITY, UT 84119

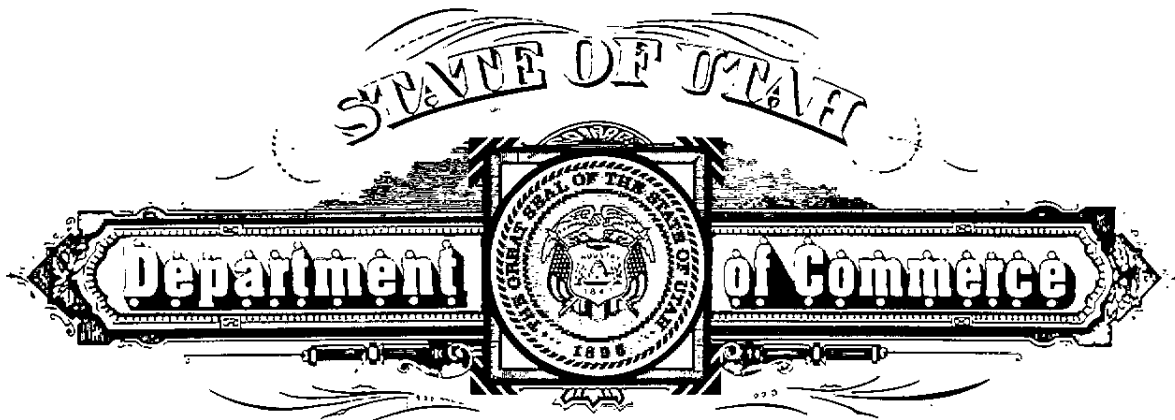
Treasurer:

Address:

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

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

14. LEIF W. ANDERSEN, PRESIDENT  
(Typed or printed name and capacity of person signing application)



## CERTIFICATION OF GOOD STANDING

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL  
CODE HEREBY CERTIFIES THAT

**VERMAX, INC.**

is a Utah corporation and is qualified to transact business in the State of Utah, and that its most recent annual report required by Utah law has been filed, and that Articles of Dissolution have not been filed. A Certificate of Incorporation was issued from this office on *MAY 13, 1997* and said corporation is in good standing, as appears of record in the offices of the Division.

This certification is not intended to reflect the financial condition, business activity or practices of this corporation.

File Number: *CO 200426*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 11 AM 10:57



Dated this 13TH day  
of March, 19 98

*Korla S. Woods*

Korla T. Woods  
Director, Division of  
Corporations and Commercial Code