

F98000003243

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

900002534849--2
-06/09/98--01088--001
***1150.00 ***1150.00

SUBJECT: GEOGRAPHIC PLANNING COLLABORATIVE, INC.
(Name of corporation - must include suffix)

900002534849--2
-05/26/98--01040--001
*****70.00 *****70.00

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:

MARK SORENSEN
(Name of Person)
GEOGRAPHIC PLANNING COLLABORATIVE
(Firm/Company)
P.O. BOX 1179
(Address)
RUNNING SPRINGS CA 92382
(City/State/Zip)

W98-11983

19608

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DIVISION OF CORPORATIONS

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

MARK SORENSEN at (909) 867-7628
(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

May 27, 1998

MARK SORENSEN
GEOGRAPHIC PLANNING COLLABORATIVE, INC.
PO BOX 1179
RUNNING SPRINGS, CA 92382

SUBJECT: GEOGRAPHIC PLANNING COLLABORATIVE, INC.
Ref. Number: W98000011983

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We have received your document for **GEOGRAPHIC PLANNING COLLABORATIVE, 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 \$1,150.00.

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.

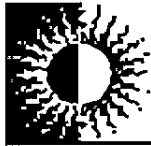
A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that we are returning the certified copy you submitted, as it is not the same as the certificate we require.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 698A00029552



GPC, Inc.

Transmittal

Date: June 8, 1998

To: Lee Rivers

From: Mark Sorensen, GPC, Inc.

Subj.: Application Form to do Business in Florida

Dear Mr. Rivers:

In response to your letter of May 27, 1998 please find enclosed the following to complete our application to the State to transact business in Florida:

- 1) Certificate of existence/good standing from the California Secretary of State.
- 2) Check for \$1,150.00 for annual report and penalty fees as outlined in your letter.

I believe that all materials for our application are now in order and in your hands. I would very much appreciate your timely consideration of this matter, as the Florida DEP, State Lands Division is very concerned about losing their funding for this project without a signed contract in short order. Thank you in advance for your help.

Sincerely,

Mark Sorensen

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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. GEOGRAPHIC PLANNING COLLABORATIVE, INCORPORATED

(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. CALIFORNIA

(State or country under the law of which it is incorporated)

3. 33-0685406

(FEI number, if applicable)

4. February 9, 1996

(Date of Incorporation)

5. PERPETUAL

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

6. MARCH 10, 1997

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

7. P.O. BOX 1179

RUNNING SPRINGS, CA 92382

(Current mailing address)

8. GIS CONSULTING

(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: DIANE MULVILLE-FRIEL

Office Address: 220 60th AVE. S.

ST. PETERSBURG

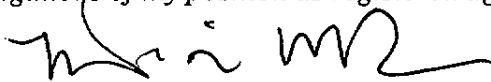
, Florida,

33705

(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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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: MARK SORENSEN

Address: 1915 NOB HILL DR.
RUNNING SPRINGS, CA 92382

Vice Chairman: _____

Address: _____

Director: JACK DANGERMOND

Address: 380 NEW YORK ST.
REDLANDS, CA 92373

Director: _____

Address: _____

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

President: MARK SORENSEN

Address: 1915 NOB HILL DR.
RUNNING SPRINGS, CA 92382

Vice President: _____

Address: _____

Secretary: JACK DANGERMOND

Address: 380 NEW YORK ST.
REDLANDS, CA 92373

Treasurer: _____

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. MARK SORENSEN PRESIDENT
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS

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State of California



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 9TH day of FEBRUARY, 19 96,

GEOGRAPHIC PLANNING COLLABORATIVE, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of

JUNE 8, 1998



Bill Jones

Secretary of State