

F98000003304

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Ice Ban America 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:

600002546716--2
-06/03/98--01107--007
*****78.75 *****78.75

Kathleen Smith
(Name of Person)

W98-12795

Ice Ban America Inc.
(Firm/Company)

600002546716--2
-06/11/98--01086--001
***1165.00 ***1165.00

1201 US Highway One Suite 205
(Address)

North Palm Beach, FL. 33408
(City/State/Zip)

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

Kathy Smith at (561) 625 4232
(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

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 4, 1998

KATHLEEN SMITH
ICE BAN AMERICA INC.
1201 US HIGHWAY ONE SUITE 205
NORTH PALM BEACH, FL 33408

SUBJECT: ICE BAN AMERICA, INC.
Ref. Number: W98000012795

We have received your document for ICE BAN AMERICA, INC. and your check(s) totaling \$78.75. 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 \$1165.00.

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.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 898A00031486

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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. Ice Ban America 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. Nevada 3. 88-0367024
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 8-14-96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 04/97
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1201 U.S. Highway One, Suite 205
North Palm Beach, Fl. 33408
(Current mailing address)
8. Corporate Office
(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: George A. Janke
- Office Address: 1201 US Highway One # 205
North Palm Beach, Florida, 33408
(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.

George Janke
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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. _____

(Typed or printed name and capacity of person signing application)

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A. DIRECTORS

Ice Ban America Inc.

Chairman: George A. Janke
1201 U.S. Hwy One, Suite 205
North Palm Beach, FL 33408

Director: Jeff Johnson
12118 East Yates Center Road
Lyndonville, NY 14098

Director: William Dannhausen
c/o Better Roads Magazine
6300 N. River Rd., Ste 505
Park Ridge, IL 60068-0558

Director: Robert E. Freer Jr.
c/o Baise, Miller & Freer P.C.
815 Connecticut Ave., N.
Washington, D.C. 20006-4004

Director: Dr. J. Nelson Happy
c/o Regent University
1000 Regent University Dr.
Virginia Beach, VA 23464

Director: Richard Jurgensen
Route One, Box 480
Clarkfield, MN 56223

Director: Stanley L. Sitton
c/o MCP
901 North Hwy 59
Marshall, MN 56258

B. Officers

President: George A. Janke
1201 U.S. Hwy One, Suite 205
North Palm Beach, FL 33408

Vice President: Jeff Johnson
12118 East Yates Center Road
Lyndonville, NY 14098

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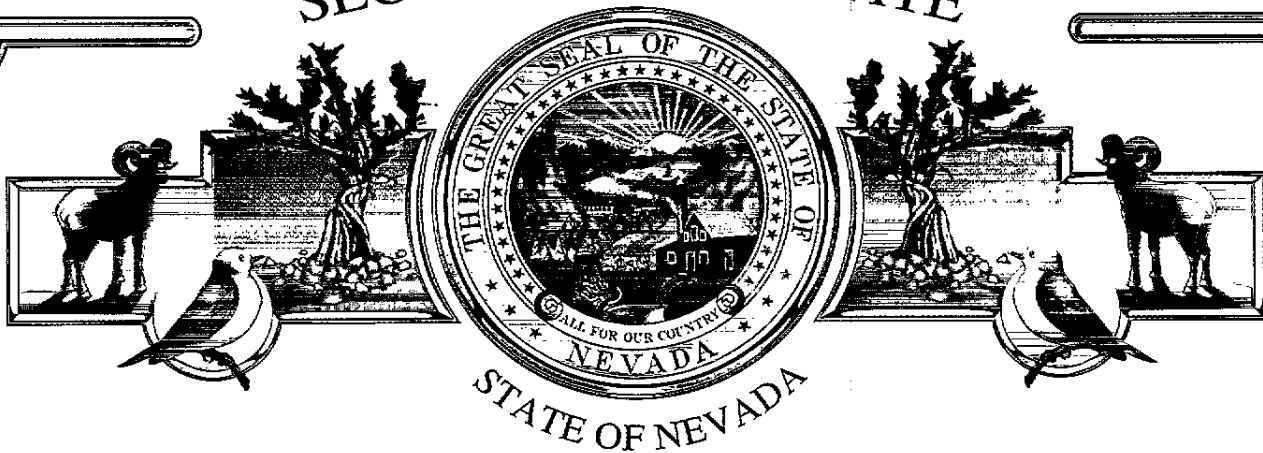
Ice Ban America Inc. Page 2

Secretary: Libo Fineberg
3500 Gateway Blvd., Ste. 201
Pompano Beach, FL 33069

Treasurer: George A. Janke
1201 U.S. Hwy One, Suite 205
North Palm Beach, FL 33408

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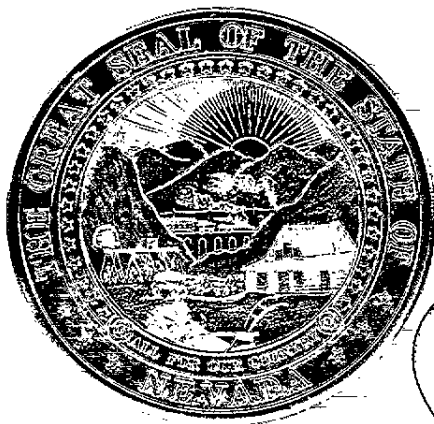


CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **ICE BAN AMERICA, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 14, 1996, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on June 1, 1998.



Dean Heller
Secretary of State

By

Laquetina
Certification Clerk

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