F9800003862

Qualification/Tax Lien Section To: Division of Corporations (Name of corporation - must include suffix) 600002565026--201 -06/19/98--01026--001 Dear Sir or Madam: *****70.00 *****70.00 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. 12)98-14277 Please return all correspondence concerning this matter to the following: (Firm/Company) Should you need to call someone concerning this matter, please call: BAUER Phat (949) 475 - 2400 (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



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 22, 1998

ROBERT R. BAKER MP, INC. 20 CORPORATE PARK STE 200 IRVINE, CA 92606

SUBJECT: MP, INC.

Ref. Number: W98000014277

We have received your document for MP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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: 298A00034307

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned PRESIDENT	, do hereby certify
that this Resolution of the Board of Directors of MPIN	<u>C.</u>
a corporation duly organized and existing under the laws of the St	tate of <u>CALIFORNIA</u> .
was duly adopted on 6/12 , 19 98.	
Resolved, that MP, INC. and existing in the State of CALIFORNIA name MP INC OF CALIFORNIA	_ , nereby adopts the
Dated: 6/12/98 Sept. 19, 1992 * CALIFORNIE CALIFORN	Bucky PhD e of at least one director

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

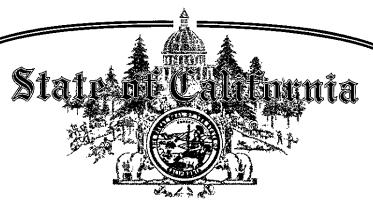
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES. THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as 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. <u>ALIFORNIA</u>
(State or country under the law of which it is incorporated)

3. SEPTEMBER 15, 19925. PER PETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual") 6. LAPON APPROUAL (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) HOME LOANS (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) 4025 Shuttle Court

MERRIT ISLAND, Florida, 3293
(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 Tesignated 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.

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.

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: ROBERT R. BAUFR, PhD.
Address: 20 CORPORATE PARK, SUITE 200
IRVINE CA. 92606
Vice Chairman:
Address:
Director: NAUREEN J BAUER
Address: 20 CORPORATE PARK SWITE 200
IRVINE CA. 92606
Director:
Address:
B OFFICERS (Street all least 1 P.O. P. NOT.
B. OFFICERS (Street address only - P.O. Box NOT acceptable)
President: ROBFIET R. BAWER, Pho
Address: 20 CORPORATE PARK SUITE 200 NOTE
IRVINE CA 92606
Vice President:
Address:
Secretary: NAUREEN J. BAUER
Address: 20 CORPORATE PARK, SUITE 200
IRVINE, CA. 92606
Treasurer:
Address:
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
13. Sobert Chairman Vin III
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) 14. ROBERT R. ISHUER Ph.D.
(Typed or printed name and capacity of person signing application)



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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

That on the	15th	day of	September	19	92
				,	

MP, INC.

became incorporated under the laws of the State of California by filing its Articles 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 10, 1998

Secretary of State