

F98000003948

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: GRG, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

900002558549--9
-06/12/98--01076--006
*****78.75 *****78.75

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:

W98-13616

CHRISTOPHER R. BECK
(Name of Person)

GRG, INC.
(Firm/Company)

235 SUNRISE AVENUE, SUITE C-24
(Address)

PAUM BEACH, FL 33480
(City/State/Zip)

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

REBECCA K. GRIECO at (561) 802-3111
(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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DIVISION OF CORPORATIONS
98 JUL 13 AM 10:11



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1998

CHRISTOPHER R. BECK
GRG, INC.
235 SUNRISE AVE, SUITE C-24
PALM BEACH, FL 33480

SUBJECT: GRG, INC.
Ref. Number: W98000013616

We have received your document for GRG, 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:

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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 598A00033082

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Christopher R. Beck, do hereby certify

that this Resolution of the Board of Directors of GRG, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Nevada,

was duly adopted on April 20, 19 98.

Be it resolved, that GRG, Inc.
(Corporate Name)

organized and existing in the State of Nevada, hereby adopts the name

GRG, Inc. of Nevada for use in Florida.

Dated: April 20, 1998

Christopher R. Beck
Signature of either Chairman, Vice Chairman or any officer

Christopher R. Beck
Type or print name

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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. GRG, 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. 87-0496935
(State or country under the law of which it is incorporated) (FEI number, if applicable)
~~65-0831618~~

4. 3/19/92 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 4/1/98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 235 SUNRISE AVENUE, SUITE C-24
PAUM BEACH, FL. 33480
(Current mailing address)

8. Internet/electronic marketing, Telecommunications, & Real Estate Development
(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: CHRISTOPHER R. BECK

Office Address: 235 SUNRISE AVENUE, SUITE C-24
PAUM BEACH, FL., Florida, 33480
(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.

Christopher R. Beck
(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: HOWARD DAVIDSMAYER

Address: 3825 HENDERSON BLVD., SUITE 205
TAMPA, FL. 33629

Vice Chairman: NONE

Address: _____

Director: PHIL MARTIN

Address: 5841 CORPORATE WAY, SUITE 104
WEST PALM BEACH, FL. 33407

Director: ROBERT ALEXANDER

Address: 3825 HENDERSON BLVD., SUITE 205
TAMPA, FL. 33629

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

President: CHRISTOPHER R. BECK

Address: 235 SUNRISE AVENUE, SUITE C-24
PALM BEACH, FL. 33480

Vice President: NONE

Address: _____

Secretary: PHIL MARTIN

Address: 5841 CORPORATE WAY, SUITE 104
WEST PALM BEACH, FL. 33407

Treasurer: PHIL MARTIN

Address: 5841 CORPORATE WAY, SUITE 104
WEST PALM BEACH, FL. 33407

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

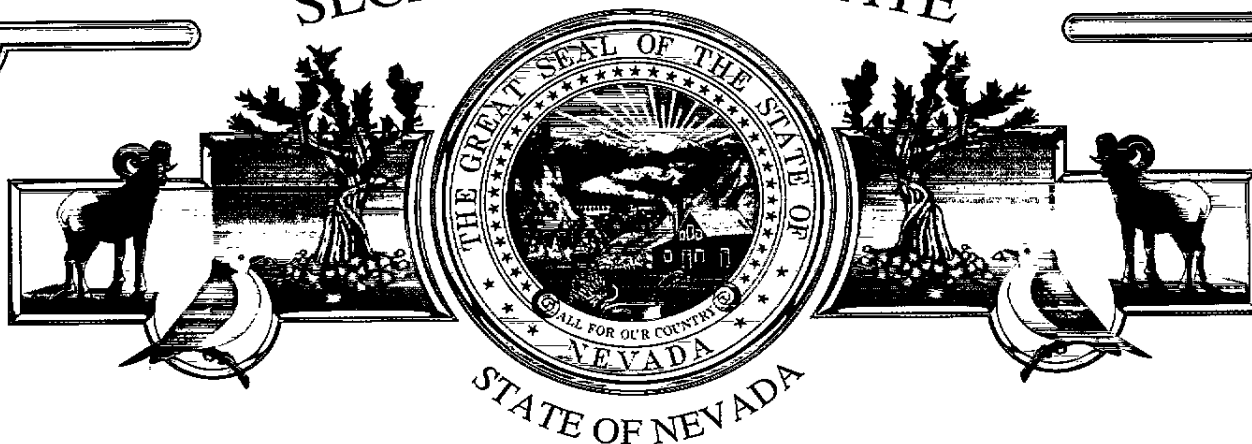
13. Christopher R. Beck

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

14. CHRISTOPHER R. BECK - PRESIDENT

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

SECRETARY OF STATE



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, **GRG, 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 March 19, 1992 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 April 24, 1998.



Dean Heller
Secretary of State

By *Lissa Roper*
Certification Clerk

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