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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. Temple Oaks Realty Corp.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. New York
(State or country under the law of which it is incorporated)

3. December 22, 1998 4. Perpetual
(Date of Incorporation) (Duration)

5. applied for
(Federal Employer Identification number, if applicable)

6. Upon Qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 405 Tarrytown Road, Suite 421, White Plains, New York 10607
(Current mailing address)

8. Buying, selling and leasing real estate
(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: Steven Green

Address: 405 Tarrytown Road, Suite 421
White Plains, New York 10607

Vice Chairman: _____

Address: _____

Director: Steven Green

Address: 405 Tarrytown Road, Suite 421
White Plains, New York 10607

Director: _____

Address: _____

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DIVISION OF CORPORATE AFFAIRS

B. Officers:

President: Steven Green

Address: 405 Tarrytown Road, Suite 421
White Plains, New York 10607

Vice President: _____

Address: _____

Secretary: Steven Green

Address: 405 Tarrytown Road, Suite 421
White Plains, New York 10607

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: Steven Green

Office Address: 8020 Bermuda Point Lane
Davie, Florida 33328

Zip Code

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11. 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: _____

12. 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.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

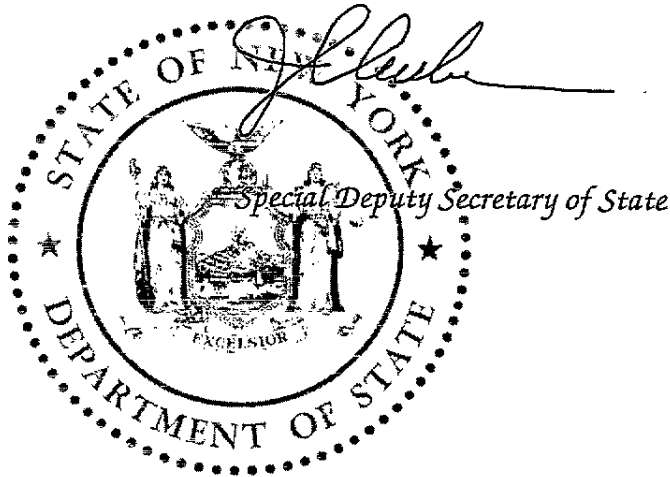
14. Steven Green, Chairman
(Name and capacity of person signing application)

**State of New York } ss:
Department of State**

I hereby certify, that the certificate of incorporation of TEMPLE OAKS REALTY CORP. was filed on 12/22/1998, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 29th day of December
one thousand nine hundred and
ninety-eight.*

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