

- W98-26096



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 19, 1998

RANDOLPH G. NELSON
DUNE ENTERPRISES, INC.
1772A FARRELL AVE.
CLEARWATER, FL 33756

SUBJECT: DUNE ENTERPRISES, INC.
Ref. Number: W98000026096

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN -4 AM 11:15

We have received your document for DUNE ENTERPRISES, 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:

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 698A00055600

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Randolph G. Nelson, do hereby certify
(Name)

that this Resolution of the Board of Directors of Dune Enterprises, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware

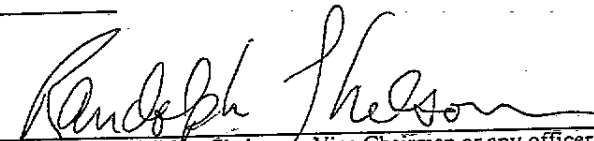
was duly adopted on December 29, 1998

Be it resolved, that Dune Enterprises, Inc.
(Corporate Name)

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

Dune Temporary Tattoos, Inc for use in Florida.

Dated: 12/29/98


Signature of either Chairman, Vice Chairman or any officer

Randolph G. Nelson
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. Dune Enterprises, 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. Delaware 3. 59-3451493
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 24, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. None to Date
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1772A Farrell Ave,
Clearwater, FL 33756-1214
(Current mailing address)
8. Sales of products and services, wholesale and retail and mailorder.
(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: Randolph Nelson
- Office Address: 1772A Farrell Ave.
Clearwater, Florida, 33756-1214
(Zip code)

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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.

Randolph Nelson
(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.

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: Randolph G. Nelson

Address: 1772A Farrell Ave.
Clearwater, FL 33756

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Randolph G. Nelson

Address: 1772A Farrell Ave.
Clearwater, FL 33756

Vice President: _____

Address: _____

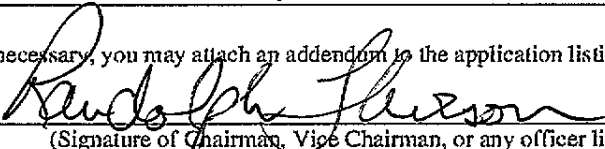
Secretary: Randolph Nelson

Address: 1772a Farrell Ave.
Clearwater, FL 33756

Treasurer: Randolph Nelson

Address: 1772A Farrell Ave.
Clearwater, FL 33756

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. Randolph G. Nelson
(Typed or printed name and capacity of person signing application)

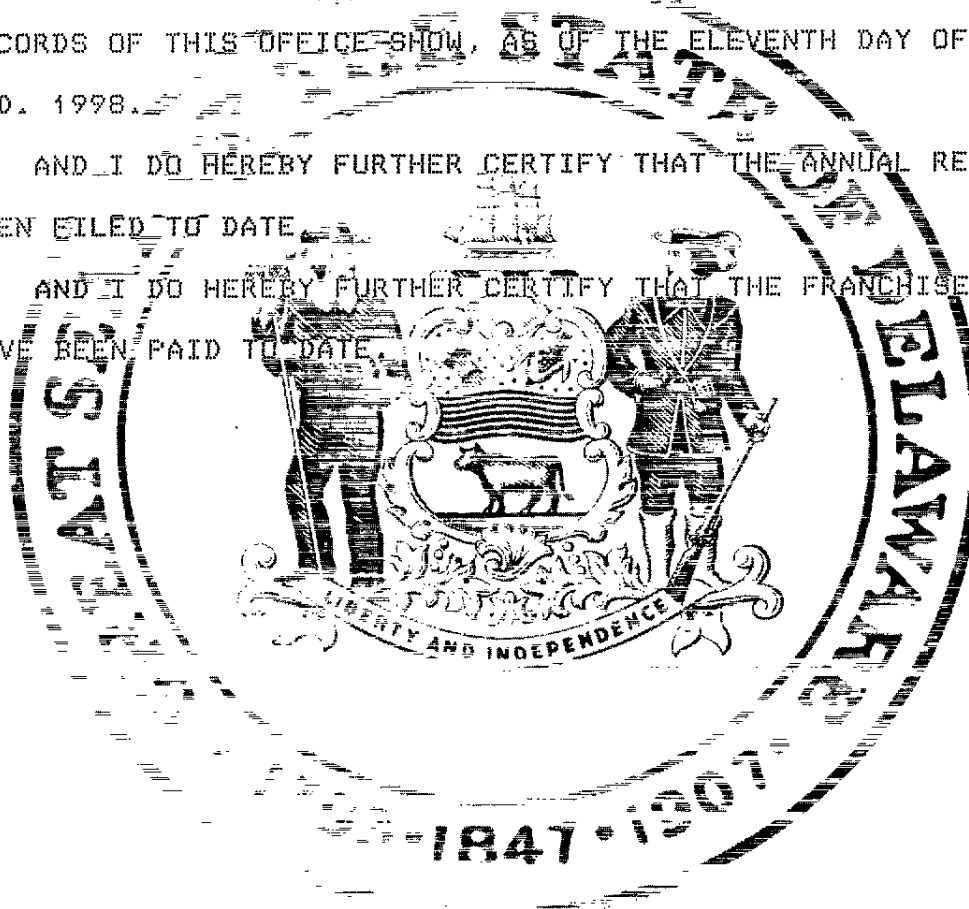
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DUNE ENTERPRISES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF NOVEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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 DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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11-11-98