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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DOWNEAST TRADING COMPANY, INC Incorporated
(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: 800002741468-1
-01/14/99-01056-004
*****78.75 *****78.75

MICHAEL DOLAN
(Name of Person)

DOWNEAST TRADING COMPANY, INC
(Firm/Company)

146 TAMPA AVE
(Address)

INDIANTLANTIC, FL 32903
(City/State/Zip)

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

MICHAEL DOLAN at (407) 724 6340
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE FLORIDA

STREET 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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. DOWNEAST TRADING COMPANY, 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. NORTH CAROLINA

(State or country under the law of which it is incorporated)

3. 56 1779 453

(FEI number, if applicable)

4. 10th of APRIL 1992

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. 1998

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 146 TAMPA AVE

INDIANTLANTIC, FL 32903

(Current mailing address)

8. TO CONDUCT BUSINESS IN FLORIDA

(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: M. DOLAN 40 DOWNEAST TRADING CO., INC.

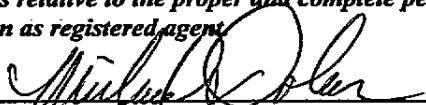
Office Address: 146 TAMPA AVE

INDIANTLANTIC, Florida, 32903

(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.



(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: MICHAEL DOLAN

Address: 146 TAMPA AVE
INDIAN LANTIC FL 32903

Vice Chairman: PRISCILLA DOLAN

Address: 49 DAK RIDGE DR
PUTNAM VALLEY, NG 10579

Director: MICHAEL DOLAN

Address: SAME AS ABOVE

Director: PRISCILLA DOLAN

Address: SAME AS ABOVE

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

President: MICHAEL DOLAN

Address: SAME AS ABOVE

Vice President: PRISCILLA DOLAN

Address: SAME AS ABOVE

Secretary: PRISCILLA DOLAN

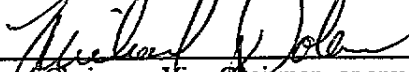
Address: ABOVE

Treasurer: MICHAEL DOLAN

Address: ABOVE

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

STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

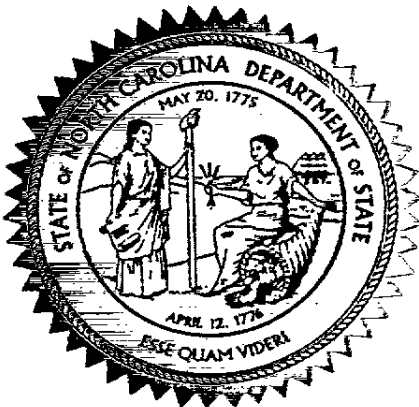
I, **ELAINE F. MARSHALL**, *Secretary of State of the State of North Carolina*, do hereby certify that

DOWNEAST TRADING COMPANY, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 10th day of April, 1992, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 31st day of December, 1998.



Elaine F. Marshall

Secretary of State

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