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660 East Jefferson Street					
Requestor's Name	900002752049—-2 -02/02/9901066023 ******70.00 ******70.00				
<u>Tallahassee</u> , <u>Florida 32301</u> Address (850) 222-1092					
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CR2E031 (1-89)

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section		
Division of Corporations	· <u>-</u> - <u> </u>	
SUBJECT: Western Hill Valley (Name of corp.)	Incorporated poration - must include suffix)	4 .
Dear Sir or Madam:		
The enclosed "Application by Foreign Cor Florida", "Certificate of Existence", and ch foreign corporation to transact business in	rporation for Authorization to Transact Business in heck are submitted to register the above referenced Florida.	
Please return all correspondence concerning	ng this matter to the following:	
Robert Holcomb	Corporate Secretary (Name of Person)	J.
	alley Incorporated (Firm/Company)	SECRETA
1450 N. Santa	Fe Ave., C-321	15 50 XB 10 31/18
Vista, Califor	nia 92083 No. (City/State/Zip)	
Should you need to call someone concerning Robert Holcomb (Name of Person)	ng this matter, please call: at (619) 969-6909 (Area Code & Daytime Telephone Number)	· ,
COURIER ADDRESS: Qualification/Tax Lien Sec. 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	

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.	Western Hill Valley Incorporated						
	(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.	California 33-0835544						
	alifornia or country under the law of which it is incorporated) 3. 33-0835544 (FEI number, if applicable)						
4.	December 12th, 1998 (Date of Incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or						
	(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")						
6.	January 25th, 1999 (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)	<u>-</u>					
	(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)	- 					
7.	1450 N. Santa Fe Ave., C-321	7					
	Vista, California 92083 (Current mailing address)						
	(Current mailing address)						
		ı					
8.	In-house investment management (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)						
9.	Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)						
	Name: CT Corporation System	-					
	Office Address: 1200 South Pine Island Road						
	Plantation , Florida , 33324 (Zip Code)						
10	Registered agent's acceptance: (Zip Code)						
co: res	ving been named as registered agent and to accept service of process for the above standarding at the place designated in this application, I hereby accept the appointment istered agent and agree to act in this capacity. I further agree to comply with the provision statutes relative to the proper and complete performance of my duties, and I am familiar v	as s of					

(Registered agent's signature)

Margaret Titzpatrick

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. incorporated.

(Registered agent's signature)

and accept the obligations of my position as registered agent.

FL019 - CT System Online

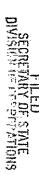
A. DIRECTORS (Street address only- P. O . Box NOT acceptable)

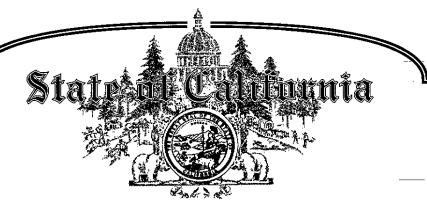
Chairman:	Robert Holcomb Chairman	
Address:	1450 N. Santa Fe Ave., C-321	
	Vista, California 92083	,
Vice Chairman:	n/a	
Address:		
Director:	n/a	
Director	n/a	
Address:		-6
B. OFFICERS	(Street address only- P. O. Box NOT acceptable)	FB -2
President:	John Betts, President	70
Address:	1450 N. Santa Fe Ave., C-321	ন্ত
<u>-</u>	Vista, California 92083	21
Vice President:	Robert Holcomb, Vice-President	
Address:	1450 N. Santa Fe Ave., C-321	
	Vista, California 92083	
Secretary:	Robert Holcomb, Corporate Secretary	
Address:	1450 N. Santa Fe Ave., C-321	
	Vista, California 92083	
Treasurer:	Robert Holcomb, Chief Financial Officer	
Address:	1450 N. Santa Fe Ave., C-321	
	Vista, California 92083	

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

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

Robert Holcomb, Corporate Secretary (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:

WESTERN HILL VALLEY INCORPORATED

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 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

29TH OF JANUARY, 1999

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Secretary of State