PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE Katherine Harris

Secretary of State

DIVISION OF CORPORATIONS

DOCUMENT # F9900001000

1. Corporation Name

UP'	10T	VS,	INC	
		,		

Principal Place of Business

Mailing Address

5707 PEACHTREE PARKWAY
NORCORSS-GA-30092----

-- 5707 PEACHTREE PARKWAY -- NORCORSS GA 30092 ---

FILED DIVISION OF CORPORATIONS

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If above a	addresses are incorrect in any way, line thro	ough incorrect in	formation and ente	r correction below.	SIMST	ATEMIENI	00			
2. New Principal Office Address, If Applicable 3. New Mailing Office Address, If Applicable 3. New Mailing Office Address, If Applicable 4. Date Incorporated or Qualified To Do Business in Florida 02/22/1999 Suite, Apt. #, etc. Ooked Creek Rd Suite, Apt. #, etc. Ooked Creek Rd										
Suite, Apr. #, etc. Stife, Apr					5. FEI Numbe		Applied For			
City & State		City & State	1			13-3221609	Not Applicable			
Nore	Cross, GA Country	Norcro	OSS.,_GA_ Coun	stn.	6. — \$8.75 Additional Fee		5 Additional Fee required			
	092 USA	30092		USA	CERTIFICAT		or a Certificate of Status			
7. Names	and Street Addresses of Each Officer and/	or Director (Flo	rida nonprofit corpo	orations must list at lea	ast 3 directors)					
Title(s)	Name of Officers and/or Directors			Street Address of Eacl Officer and/or Director		City / Sta	ate / Zip			
DC	BRENNINKMEYER, LOUIS		6251 CROOKED	CREEK ROAD		NORCORSS-GA 33092				
D	BRENNINKMEYER, ROLAND M		1114 AVENUE (OF THE AMERICAS		NEW YORK NY 10036				
D CORCORAN, KEVIN			6251 CROOKED CREEK ROAD		NORCORSS GA 30092					
PCEO DWORKIN, DAVID			5707 PEACHTREE PARKWAY		NORCORSS GA 30092					
VP HEARD, TIMOTHY R 570			5707 PEACHTREE PARKWAY		NORCORSS GA 30092					
VP	PLANK, KELLY	K, KELLY 5707 PEACHTREE		EE PARKWAY		NORCORSS GA 30092				
	8. Name and Address of Current	Registered Age	ent		9. Name and	Address of New Registered	Agent			
CTC	C T COPPODATION SYSTEM									
1200 SOUTH PINE ISLAND ROAD				Street Address (I	P.O. Box Number	is Not Acceptable)	X / (12-10) 1 1			
PLANTATION FL 33324				Suite, Apt. #, Etc.						
. 11				City		State FL	Zip Code			
10. 1, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.										
Signature of Registered Agent Date //// Date ///// Date ///////										
	REGISTERED AGENT MUST SIGN									

11. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filling this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGN DE LUMENT DE SIGNING GERGER DE DIESCOR

William P. Tedeschi. Vice President and Secretary 1-16-01

770)6622950

Daytim

UPTONS, INC. OFFICERS NAMES AND ADDRESSES:

Directors

Director &

Joannes A.P. Brenninkmeyer

Chairman of the Board

586 Argus Road

Oakville, Ontario L6J 7S1

Director

Roland Hugo Brenninkmeyer

105 West Superior Street

Duluth, MN 55802

Kevin Corcoran

6251 Crooked Creek Road Norcross, GA 30092

Officers

President

Ronald G. Nesbitt

586 Argus Road

Oakville, Ontario L6J 7S1

Vice President

Elaine Gregg

6251 Crooked Creek Road Norcross, GA 30092

George M. Gillan

1114 Avenue of the Americas New York, New York 10036

Howard Jackson - -

1114 Avenue of the Americas New York, New York 10036

Michele Toth 586 Argus Road

Oakville, Ontario L6J 7S1

Treasurer

Howard Jackson

1114 Avenue of the Americas

New York, NY 10036

Secretary

William P. Tedeschi

6251 Crooked Creek Road

Norcross, GA 30092

Assistant Secretary

Russell T. Libby

6251 Crooked Creek Road Norcross, GA 30092

Guy Rappaport

6251 Crooked Creek Road Norcross, GA 30092

Assistant Treasurer

Guy Rappaport

6251 Crooked Creek Road Norcross, GA 30092

George M. Gillan

1114 Avenue of the Americas

New York, NY 10036