

F99000002005

LAW OFFICE
BARRY S. FRANKLIN & ASSOCIATES, P.A.
SUITE 250
290 N.W. 165TH STREET
NORTH MIAMI BEACH, FLORIDA 33169-6457

BARRY S. FRANKLIN*
CATHERINE J. MACIVOR

*FLORIDA BAR BOARD CERTIFIED IN
MARITAL AND FAMILY LAW

*FELLOW AMERICAN ACADEMY
OF MATRIMONIAL LAWYERS

*ADMITTED IN FL AND NY

TELEPHONE (305) 940-4000
FACSIMILE (305) 940-0940

LOUISA BERSON, C.L.A.
CERTIFIED LEGAL ASSISTANT

April 2, 1999

Florida Department of State
Division of Corporations
Qualification/Tax Lien Section
P.O. Box 6327
Tallahassee, Florida 32314

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-04/05/99--01034--002
****122.50 *****78.75

RE: Advance Lighting Solutions, Inc.

Gentlemen:

W99-8492

Enclosed please find an original and copy of Application By Foreign Corporation For Authorization to Transact Business in Florida, together with our check for \$122.50 filing fee and appropriate documentation.

A self-addressed stamped envelope is provided for the return of the Certificate and stamped copy.

Thank you for your assistance in this regard.

Very truly yours,

BARRY S. FRANKLIN

/flk/

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 19 AM 10:53

4/19

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Advance Lighting Solutions, Inc.
(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:

Barry S. Franklin, Esquire
(Name of Person)

BARRY S. FRANKLIN & ASSOCIATES, P.A.
(Firm/Company)

290 N.W. 165 St., Plaza-250,
(Address)

North Miami Beach, FL 33169
(City/State/Zip)

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

Barry S. Franklin, Esq. at (305) 940-4000
(Name of Person) (Area Code & Daytime Telephone Number)

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 9, 1999

BARRY S. FRANKLIN, ESQUIRE
BARRY S. FRANKLIN & ASSOCIATES, P.A.
290 N.W. 165 ST., PLAZA - 250
NORTH MIAMI BEACH, FL 33169

SUBJECT: ADVANCE LIGHTING SOLUTIONS, INC.
Ref. Number: W99000008492

We have received your document for ADVANCE LIGHTING SOLUTIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. ~~607.1501~~ or ~~608.501~~, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 499A00018033

LAW OFFICES
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290 N.W. 165TH STREET
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LOUISA BERSON, C.L.A.
CERTIFIED LEGAL ASSISTANT

April 15, 1999

Florida Department of State
Division of Corporations
Qualification/Tax Lien Section
P.O. Box 6327
Tallahassee, Florida 32314
ATT: Lee Rivers, Document Spec.

RE: Advance Lighting Solutions, Inc.

Gentlemen:

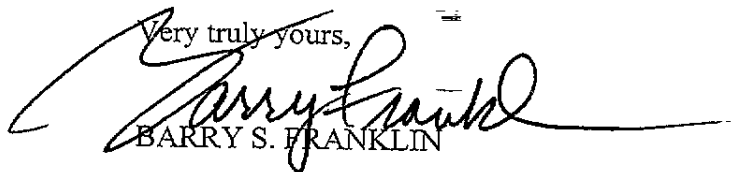
Pursuant to your letter of April 9, 1999, enclosed please find the corrected Application.

A self-addressed stamped envelope is provided for the return of the Certificate and stamped copy.

Thank you for your assistance in this regard.

/f/k/
Enclosures

Very truly yours,


BARRY S. FRANKLIN

**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. Advanced Lighting Solutions, 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. Wyoming
(State or country under the law of which it is incorporated)

3. 77-0426268
(FEI number, if applicable)

4. May 10, 1977
(Date of incorporation)

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

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

7. 256 Hillsdale Avenue, San Jose, CA 95136

(Current mailing address)

8. Company develops new technology in lighting sign and media business
(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: BARRY S. FRANKLIN, ESQ.

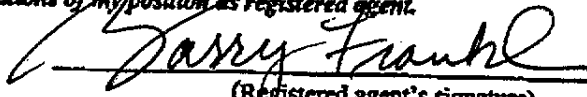
Office Address: 290 N. W. 165 Street, Plaza - 250

North Miami Beach, Florida, 33169

(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 19 AM 10:53

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: David Gothard

Address: 256 Hillisdale Ave., San Jose, CA 95136

Director: Bruce Gordon

Address: 256 Hillisdale Ave., San Jose, CA 95136

Director: Mitchel Peterson

Address: 256 Hillisdale Ave., San Jose, CA 95136

Director: Mitchel Leavit, Robert Friesen, and Dough Falls

Address: 256 Hillisdale Ave., San Jose, CA 95136

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

President: David Gothard

Address: 256 Hillisdale Ave., San Jose, CA 95136

Vice President: _____

Address: _____

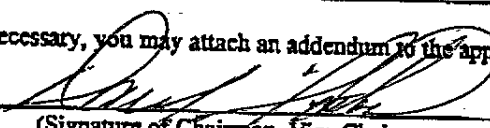
Secretary: Bruce Gordon

Address: 256 Hillisdale Ave., San Jose, CA 95136

Treasurer: Mitchel Peterson

Address: 256 Hillisdale Ave., San Jose, CA 95136

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. DAVID GOTHARD, President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 19 AM 10:53

State of Wyoming

Office of the Secretary of State



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 19 AM 10:53

United States of America,
State of Wyoming } ss.

I, JOSEPH B. MEYER, Secretary of State of the State of Wyoming, do hereby certify that according to the records in the office of the Secretary of State of Wyoming, ADVANCED LIGHTING SOLUTIONS, INC. is a corporation organized under the laws of the State of Wyoming, whose date of incorporation is 05/20/1977; and whose period of duration is perpetual.

I FURTHER CERTIFY that this corporation has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and that Articles of Dissolution have not been filed, thus making the corporation in existence in the State of Wyoming.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this 22nd day of January A.D., 1999.



Joseph B. Meyer
Secretary of State

By *Wesley A. Mecklen*