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A PROFESSIONAL ASSOCIATION

SCOTT D. ALEXANDER RONALD P. ANSELMO SCOTT R. ANSELMO JILL S. BILANCHONE MICHAEL T. BURKE * KINDY K. COOGLER CHRISTINE M. DUIGNAN LAWRENCE J. FEINSTEIN BURL F. GEORGE JEFFREY L. HOCHMAN E. BRUCE JOHNSON * MICHAEL W. JONES RICHARD H. McDUFF, P.A. * ROBERT E. MURDOCH MICHAEL R. PIPER, P.A. WILLIAM E. PLATOW CHRISTOPHER L. SMITH

*BOARD CERTIFIED CIVIL TRIAL LAWYERS PLEASE REPLY TO

FT. LAUDERDALE OFFICE: 790 E. BROWARD BLVD., SUITE 400 FORT LAUDERDALE, FL 33301

PALM BEACH OFFICE: PHILIPS POINT WEST PALM BEACH, FL 33401

MAILING ADDRESS:
POST OFFICE BOX 030220
FORT LAUDERDALE, FL 33303-0220

TELECOPIER (954) 463-2444

TELEPHONE: (954) 463-0100 Broward
(305) 945-2000 - Dade
(561) 640-7448 - WPB

April 27, 1999

Via Fed Ex

Division of Corporations 409 East Gaines Street Tallahassee, Florida 32301

Re:

CT Holding Corp Our File No. 2317/99162

300002955543--8 -04/28/99--01113--005 ****131.25 ******87.50

Gentlemen:

499-10613

Enclosed is this firm's check in the amount of \$131.25, together with the original and a copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida, Designation of Registered Agent and Certificate of Existence of CT Holding Corp. Please accept the Articles for filing and return a certified copy of same to the undersigned, together with a certificate of status in the return Fed Ex envelope which is also enclosed. Please call me at (954) 463-0100 with any questions or comments. Thank you for your prompt attention to this matter.

Very truly yours,

Denise Doran Secretary to Robert E. Murdoch

/dd

Enclosures



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 28, 1999

JOHNSON, ANSELMO, MURDOCH, BURKE ET AL ROBERT MURDOCH 790 E BROWARD BLVD #400 FT LAUDERDALE, FL 33301

SUBJECT: CT HOLDING CORP Ref. Number: W99000010013

We have received your document for CT HOLDING CORP and your check(s) totaling \$131.25. 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: 699A00022768 INTPROACT-H:LD.CBD/m]h

WRITTEN CONSENT OF THE BOARD OF DIRECTORS IN LIEU OF SPECIAL MEETING OF CT HOLDING CORP.

WHEREAS, pursuant to the authority contained in Section 78.315 of the Nevada Revised Statutes, the undersigned, being all of the members of the Board of Directors of the Company, do hereby adopt the following resolutions with the same force and effect as though adopted at a special meeting of said Board duly called, noticed and held:

RESOLVED, that the Company register to do business in the State of Florida under the name of "Crystal Tree Holding Corp."

IN WITNESS WHEREOF, the undersigned duly has executed this Consent effective the 2nd day of May, 1999.

DALE A. WILLIAMS, Sole Director

ATTEST:

DALE A. WILLIAMS, Secretary



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SECULIAL OF STATE

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. CT HOLDING CORP.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words of 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. NEVADA

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

3. *73-1562223*

(FEI number, if applicable)

4. APRIL 15, 1999

(Date of Incorporation)

5. PERPETUAL

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

6. *MAY 4. 1999*

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

7. 15 East 5th Street, First Place Tower, Suite 2700 Tulsa, Oklahoma 74103

(Current Mailing Address)

8. ANY LAWFUL ACT OR ACTIVITY

(Purpose(s) of corporation authorized in home state or country to be carried out in the State of Florida)

Name and street address of Florida Registered Agent:

(P.O. Box or Mail Drop Box NOT acceptable)

Name: JOHNSON, ANSELMO, MURDOCH, BURKE & GEORGE

ATTN: ROBERT E. MURDOCH

Office Address: 790 East Broward Boulevard, Suite 400

Ft. Lauderdale, Florida 33301

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SECRETARY OF STATE

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.

Johnson, Anselmo, Murdoch, Burke & George

By Robert M. Murdoch, Registered Agent

- 11. Attached is a Certificate of Existence duly authenticated, not more than ninety (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)

Director:

DALE A. WILLIAMS

15 East 5th Street, Suite 2700 Tulsa, Oklahoma 74103

B. OFFICERS

(Street address ONLY, P.O. Box NOT acceptable)

President:

DALE A. WILLIAMS
15 East 5th Street, Suite 2700

Tulsa, Oklahoma 74103

Secretary:

DALE A. WILLIAMS

15 East 5th Street, Suite 2700 Tulsa, Oklahoma 74103

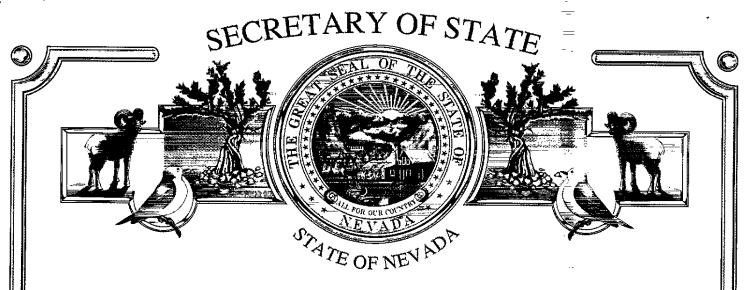
NOTE: If necessary, you may attach an addendum to the Application listing additional officers and/or directors.

13.

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

14. DALE A. WILLIAMS, President

(Typed or printed name and capacity of person signing Application)



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, CT HOLDING CORP., as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 15, 1999, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on April 15, 1999.

Secretary of State

Certification Clerk