

FROM HILL, WARD, HENDERSON, P.A.

WEB 05.19.99 08:45/ST. 08:45/MS. 4260294001 P 1

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Account Name : HILL, WARD & HENDERSON, P.A. II
Account Number : 072100000520
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FOREIGN PROFIT QUALIFICATION

Newtec, Inc. d/b/a Newtec Palletizing, Inc.

Certificate of Status	0
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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. NewEac, 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. Delaware
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. May 11, 1999
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. May 14, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3521 Seaway Drive
New Port Richey, Florida 34652
(Current mailing address)
8. The corporation may engage in transactions of any lawful business for which corporations are organized under the General Corporation law of Delaware
(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: Guy Ayel
- Office Address: 3521 Seaway Drive
New Port Richey, Florida, 34652
(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.

Prepared by: David S. Felman, Esq.
Hill, Ward & Henderson, P.A.
POB 2231, Tampa, FL 33601
Florida Bar No. 350419
(813) 221-2000

12. Names and addresses of officers and directors: (Street address ONLY - P.O. Box NOT acceptable)

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director:	Jean Bernard Ihler	Guy Ayel
	3521 Seaway Drive	3521 Seaway Drive
Address:	New Port Richey, Florida 34652	New Port Richey, Florida 34652

Director:	Yann Delvaux	Christophe Muller
	3521 Seaway Drive	3521 Seaway Drive
Address:	New Port Richey, Florida 34652	New Port Richey, Florida 34652

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

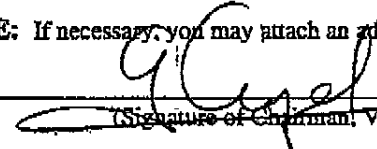
President: Jean Bernard Ihler
 Address: 3521 Seaway Drive
 New Port Richey, Florida 34652

Vice President: Guy Ayel
 Address: 3521 Seaway Drive
 New Port Richey, Florida 34652

Secretary: Jean Bernard Ihler
 Address: 3521 Seaway Drive
 New Port Richey, Florida 34652

Treasurer: Guy Ayel
 Address: 3521 Seaway Drive
 New Port Richey, Florida 34652

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. Guy Ayel, Vice President
 (Typed or printed name and capacity of person signing application)

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RESOLUTION OF THE INCORPORATOR
OF
NEWTEC, INC.

The undersigned, being the incorporator of Newtec, Inc., a Delaware corporation (the "Corporation"), takes the following action by written consent, pursuant to the provisions of the Delaware statutes.

WHEREAS, the Corporation has not yet appointed Directors, elected officers or issued shares of the Corporation;

WHEREAS, the Corporation wishes to qualify to do business in the State of Florida;

WHEREAS, there are presently corporations registered with the State of Florida by the name of "New Tech, Inc." and "Nutek, Inc.;

WHEREAS, it is in the best interests of the Corporation to qualify to do business with the State of Florida under the name of "Newtec Palletizing, Inc.";

NOW, THEREFORE, BE IT RESOLVED, that the Corporation will do business in the State of Florida under the name "Newtec Palletizing, Inc.".

EXECUTED: May 11, 1999

INCORPORATOR:



David S. Felman

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEWTEC, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEWTEC, INC." WAS INCORPORATED ON THE ELEVENTH DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

9737388

DATE:

05-11-99

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