

Document Number Only

F99000004674

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

900002982529--7
-09/09/99--01061--008
*****8.75 *****8.75

CORPORATION(S) NAME

900002982529--7
-09/09/99--01061--007
*****70.00 *****70.00

Salient, Inc. d/b/a Florida Salient, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP-9 PM 4:04

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input checked="" type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
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Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

09/09/99

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 SEP-9 AM 11:42

RECEIVED

hjk

9/9/99

CERTIFIED COPY OF RESOLUTION

**CORPORATION ADOPTING A FICTITIOUS NAME FOR USE
IN THE STATE OF FLORIDA**

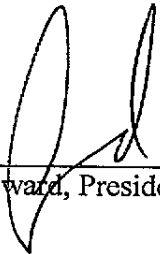
I, the undersigned, William J. Howard, do hereby certify that the following is a true, complete and correct copy of a certain resolution of the Board of Directors of Salient, Inc., (the "Corporation"), a corporation duly organized and existing under the laws of the State of Arizona, which resolution was duly adopted by written consent of said Board in lieu of a meeting in accordance with Section 10-821 of the Arizona Business Corporation Act; that I am the keeper of the corporate seal and of the minutes and records of the Corporation; and that the said resolution has not been rescinded or modified:

RESOLVED, that Salient, Inc., organized and existing in the State of Arizona, hereby adopts the name "Florida Salient, Inc." for use in the State of Florida for all purposes; and

RESOLVED, that the sole officer of the corporation is authorized and directed to take all steps that he deems necessary and appropriate to qualify the Corporation to do business within the State of Florida under the name of "Florida Salient, Inc."; and

RESOLVED, that all activities and business in the State of Florida shall be carried out under the name "Florida Salient, Inc."

IN WITNESS WHEREOF, I have subscribed my name and affixed the seal of the Corporation on this, the 7th day of August, 1999.



William J. Howard, President and Secretary

**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.

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DIVISION OF CORPORATIONS
SEP -9 PM 4:04

1. Salient, 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. Arizona

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

3. 86-0964476

(FEI number, if applicable)

4. August 16, 1999

(Date of incorporation)

5. Perpetual

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

6. Has not begun

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

7. 7373 North Scottsdale Road

Scottsdale, Arizona 85253

(Current mailing address)

8. Operating a restarurant, and all legal acts or activity

(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: CT Corporation System

Office Address: 1200 Pine Island Road

Plantation

, Florida, 33324

(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.

CT CORPORATION SYSTEM

Vickie M. Prince

(Registered agent's signature)

Vickie M. Prince

Assistant Secretary

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.

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: William J. Howard

Address: 7373 North Scottsdale Road
Scottsdale, Arizona 85253

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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DIVISION OF CORPORATIONS
99 SEP - 9 PM 4:00

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

President: William J. Howard

Address: 7373 North Scottsdale Road
Scottsdale, Arizona 85253

Vice President: _____

Address: _____

Secretary: William J. Howard

Address: 7373 North Scottsdale Road
Scottsdale, Arizona 85253

Treasurer: William J. Howard

Address: 7373 North Scottsdale Road
Scottsdale, Arizona 85253

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. William J. Howard, President

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

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****SALIENT, INC.*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on August 16, 1999.

I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.

*IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official seal
of the Arizona Corporation Commission.
Done at Phoenix, the Capitol, this
2nd day of September, 1999, A. D.*



[Signature]
Executive Secretary

BY:

Ama Castillo