



THE UNITED STATES
CORPORATION
COMPANY

F99000004754

ACCOUNT NO. : 072100000032

REFERENCE : 368353 4805290

AUTHORIZATION :

Patricia Pigott

COST LIMIT : \$ 70.00

ORDER DATE : September 8, 1999

ORDER TIME : 9:46 AM

ORDER NO. : 368353-005

600002987436-3

CUSTOMER NO: 4805290

CUSTOMER: Mr. Christopher Barrett
Sachnoff & Weaver, Ltd.
Suite 2900
30 South Wacker Drive
Chicago, IL 60606

FOREIGN FILINGS

NAME: OCEAN DESIGN, INC.

5

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

hjk
9/15/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 15 AM 11:28

RECEIVED
99 SEP 15 AM 10:31
DIVISION OF STATE
TALLAHASSEE, FLORIDA

**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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CORPORATIONS

1. Ocean Design, 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 3. pending
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 18, 1999 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. September 1, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 9 Aviator Way
Ormond Beach, FL 32174
(Current mailing address)
8. To conduct any lawful act 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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

Corporation Service Company
By: Laura R. Dunk
(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.

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

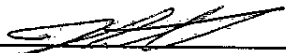
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. John Strauss, Chief Executive Officer
(Typed or printed name and capacity of person signing application)

**Application by Foreign Corporation for Authorization
to Transact Business in Florida**

Ocean Design, Inc.

Item 12.A. continued:

Jim Cairns, Ph.D., Chairman, 9 Aviator Way, Ormond Beach, FL 32174

Don Altman, 9 Aviator Way, Ormond Beach, FL 32174

Michael Vollmar, 9 Aviator Way, Ormond Beach, FL 32174

John Folvig, 9 Aviator Way, Ormond Beach, FL 32174

William Revelle, 9 Aviator Way, Ormond Beach, FL 32174

John Strauss, 9 Aviator Way, Ormond Beach, FL 32174

Item 12.B. continued:

Chief Executive
Officer

John Strauss, 9 Aviator Way, Ormond Beach, FL 32174

President:

Michael Vollmar, 9 Aviator Way, Ormond Beach, FL 32174

Vice President:

John Folvig, 9 Aviator Way, Ormond Beach, FL 32174

Vice President:

Gary Clark, 9 Aviator Way, Ormond Beach, FL 32174

Vice President:

Stewart Barlow, 9 Aviator Way, Ormond Beach, FL 32174

Secretary:

Austin L. Hirsch, Esq., Sachnoff & Weaver, Ltd., 30 South
Wacker Drive, Chicago, IL 60606

Treasurer

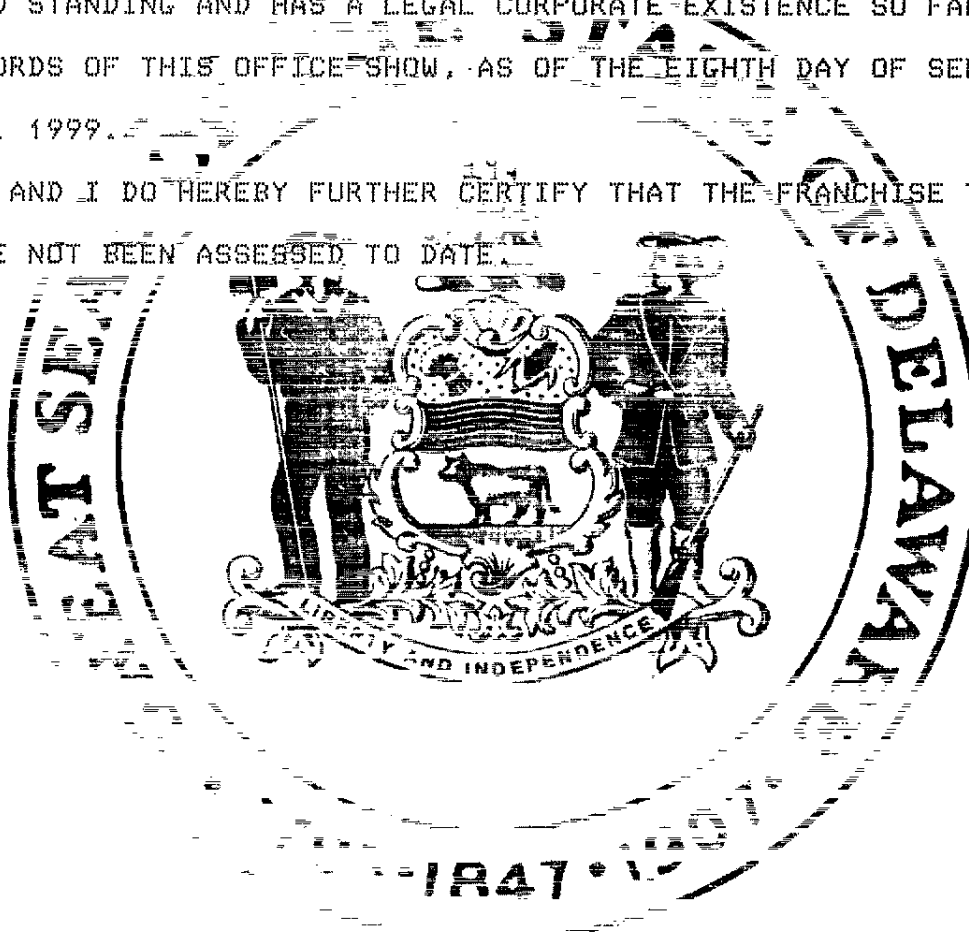
John Folvig, 9 Aviator Way, Ormond Beach, FL 32174

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DIVISION OF CORPORATIONS
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OCEAN DESIGN, 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 EIGHTH DAY OF SEPTEMBER, A.D. 1999.

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 15 AM 11:28



Edward J. Freel

Edward J. Freel, Secretary of State

3084308 8300

991375188

AUTHENTICATION: 9960325

DATE: 09-08-99