

F 99000005109
Prestige Accounting Services, Inc.

September 20, 1999

Department of State
State of Florida
Division of Corporations
Qualifying Section
409 E. Gaines Street
Tallahassee, Florida 32399

800003000648-2
-19/29/99-01069-005-2
*****10.00 *****10.00

F99-5109

Please accept and file the enclosed application for foreign corporation for authorization to transact business in the State of Florida.

The Prestige Accounting Services, Inc., is a Georgia corporation and, in this regard, enclosed is a copy of the Corporate Articles and Certificate of Good Standing along with a check for \$70.00 for applicable filing fees.

Please return in the enclosed FedEx package and a copy of the qualification.

Thank you for your assistance and quick response.

Sincerely,
Prestige Accounting Services, Inc.

Virgil Womack

Virgil Womack
Vice President

CB/c

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99 SEP 29 PM 3:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Prestige Accounting Services, Inc.

(Name of corporation: must include the word "INCORPORATED," "COMPANY,"
"CORPORATION" or words or abbreviations of like import in language as will clearly
indicated that it is a corporation instead of a natural person or partnership if not so
contained in the name at present.)

2. Georgia

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

3. FEI #: 58-2452216

(FEI number, if applicable)

4. April 5, 1999

(Date of incorporation)

5. Perpetual

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

6. September 23, 1999

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

7. 8170 Jarrett Manor Estates

Toccoa, GA 30577

(Current mailing address)

8. General accounting and bookkeeping services and any other lawful purpose.

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

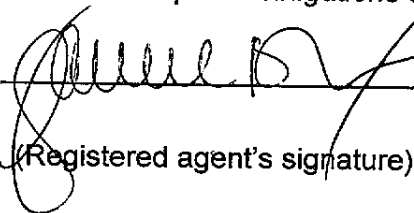
9. Name and street of Florida registered agent:

Name: Laurie Bolch, P.A.

Office Address: 555 South Federal Highway, Suite 400
Boca Raton, FL 33432

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 agent to act in this capacity. I further agree to comply with 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 positions as registered agent.



(Registered agent's signature)

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TALLAHASSEE FLORIDA

11. Attached is a certificate (Exhibit A) of existence duly authenticated, not more than 90 days prior to delivered 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:

A. DIRECTORS

Chairman: Virgil Womack
Address: 290-G Applewood Center Place
Suite 301 Seneca, SC 29678

Vice Chairman:
Address:

Director: Clifton Wilkinson
Address: 8170 Jarrett Manor Estates
Toccoa, GA 30577

Director:
Address:

B. OFFICERS

President: Clifton Wilkinson
Address: 8170 Jarrett Manor Estates
Toccoa, GA 30577

Vice President: Virgil Womack
Address: 290-G Applewood Center Place
Suite 301 Seneca, SC 29678

Secretary: Charlotte Womack
Address: 290-G Applewood Center Place
Suite 301 Seneca, SC 29678

Treasurer: Peggy Preston
Address: 5701 Margate Blvd.
Margate, FL 33063

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

13. Virgil Womack
(Signature of Chairman, Vice Chairman, or any officer
listed in number 12 above of the application)

14. Virgil Womack, Vice President
(Typed or printed name and capacity of person signing application)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K92590753
CONTROL NUMBER : K918543
DATE INC/AUTH/FILED: 04/05/1999
JURISDICTION : GEORGIA
PRINT DATE : 09/16/1999
FORM NUMBER : 211

KING & MORGENSTERN
ATTN: JIM MORGENSTERN
11111 HOUZE RD STE 103
ROSWELL, GA 30076

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

PRESTIGE ACCOUNTING SERVICES, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox
Secretary of State

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TALLAHASSEE, FLORIDA