

F99000006532

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: III Acquisition Corporation, a Delaware corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

MJH

<u>Alan Jay Lewis, Esq.</u>	
(Name of Person)	700003071277--5
<u>Lewis & Kracoff, P.A.</u>	-12/15/99--01071--008
(Firm/Company)	*****87.50 *****87.50
<u>8220 State Road 84, Suite 302</u>	
(Address)	
<u>Davie, Florida 33324</u>	
(City/State/Zip)	

Should you need to call someone concerning this matter, please call:

<u>Alan Jay Lewis, Esq.</u>	at (<u>954</u>) <u>452-9010</u>
(Name of Person)	(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input checked="" type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|--|

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. III Acquisition Corporation

(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. 77-0523969

(FEI number, if applicable)

4. October 1, 1999

(Date of incorporation)

5. Perpetual

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

6. November 1, 1999

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

7. 9831 East Evergreen Street, Miami, Florida 33157

(Current mailing address)

8. To engage in 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: Rick A. Hawk

Office Address: 9831 East Evergreen Street

Miami

, Florida, 33157

(Zip code)

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DIVISION OF CORPORATIONS

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.

Rick A. Hawk

(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: Jim J. McGhan

Address: 9831 East Evergreen Street

Miami, FL 33157

Vice Chairman: None

Address: _____

Director: Rick A. Hawk

Address: 9831 East Evergreen Street

Miami, FL 33157

Director: Donald K. McGhan

Address: 9831 East Evergreen Street

Miami, FL 33157

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

President: Rick A. Hawk

Address: 9831 East Evergreen Street

Miami, FL 33157

Vice President: None

Address: _____

Secretary: Edward V. Lower, Ph.D.

Address: 9831 East Evergreen Street

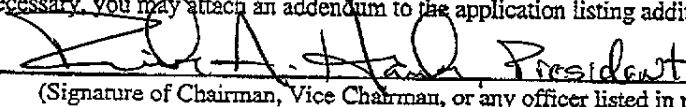
Miami, FL 33157

Treasurer: Edward V. Lower, Ph.D.

Address: 9831 East Evergreen Street

Miami, FL 33157

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

13.  President

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

14. RICK A. HAWK, PRESIDENT

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

**ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

Additional Directors of III Acquisition Corporation, a Delaware corporation

Edward V. Lower, Ph.D.
9831 East Evergreen Street
Miami, FL 33157

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "III ACQUISITION CORPORATION" 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 NINTH DAY OF DECEMBER, A.D. 1999.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0129841

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DATE: 12-09-99