



USA Corporate Services Inc.

W99-28908
worldwide COMPANY formation services

46 State Street, 3rd Floor,
Albany, NY 12207
(800)891-7432 * (518)433-1400
fax: (518)433-1489
email: usacorp@worldnet.att.net
www.cybl.com/offshore

December 8, 1999

Officer signing must be listed

orig sig R/A

00789-00524-00694-00671

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

400003071454--3
-12/15/99-01080-002
*****78.75 *****78.75

Subject: Wayward Bound Inc.

MJH

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of existence", and check for \$78.75 are submitted to register the above referenced foreign corporation to transact business in Florida.

The enclosed \$78.75 check is for the **filing fee & certified copy**.

Please return all correspondence concerning this matter to us by our **DHL# 751542150**.

Should you need to call someone concerning this matter, please call us at **1-800-891-7432**.

Thank you for your assistance in this matter.

Sincerely,

Jane Kadymir
Encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 28 PM 2:17

\$70.00-FF
8.75-CWS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 17, 1999

JANE KADYMIR
USA CORPORATE SERVICES, INC.
46 STATE STREET, 3RD FLOOR
ALBANY, NY 12207

SUBJECT: WAYWARD BOUND INC.
Ref. Number: W99000028908

We have received your document for WAYWARD BOUND INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Registered Agent's signature must be original.,

You must list the names and street addresses of the officers and directors of the corporation on the form/application.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 299A00059418

*Application by Foreign Corporation for Authorization to transact
business in Florida*

of

Wayward Bound Inc.

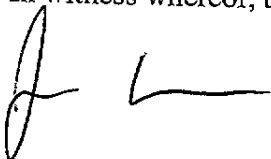
In compliance with section 607.1503, Florida statutes, the following is submitted to register a foreign corporation to transact business in the State of Florida.

1. The name of the corporation is **Wayward Bound Inc.**
2. The corporation was incorporated under the laws of the State of New York on August 8, 1999.
3. The FEI Number is: **223248285**
3. The duration of the corporation is perpetual.
4. The date first transacted business in Florida is upon filing.
5. The current mailing address is:
**Pam Kantor
10 South Palm Avenue
Sarasota, FL 34236**
6. The purpose for which the corporation is formed is:
To do any act or activity for which corporations may be formed under the Business Corporation Law, provided that the corporation shall not engage in any act or activity which requires the consent or approval of any state office, board, department or any other body without first obtaining such consent or approval.
7. The name and street address of Florida registered agent:
**Pam Kantor
10 South Palm Avenue
Sarasota, FL 34236**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

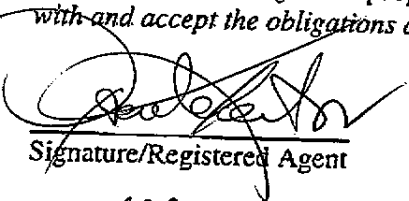
99 DEC 28 PM 2:17

In witness whereof, the undersigned has executed this document this December 8, 1999



Jane Kadymir
Attorney in Fact

Having been named as registered agent and to accept service for process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature/Registered Agent12-21-99
Date

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

Chairman:

Pamela Kantor

Address:

2045 Gulf of Mexico Drive, MI-501
Sarasota FL 34236 (LBK)

Vice Chairman:

Donna Brennan

Address:

2045 Gulf of Mexico Drive, MI-501
Sarasota, FL 34236 (LBK)

Director:

Address:

Director:

Address:

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

President:

Pamela Kantor

Address:

2045 Gulf of Mexico Drive MI-501
Long Boat Key, FL 34236

Vice President:

Donna Brennan

Address:

2045 Gulf of Mexico Drive, MI-501
Long Boat Key, FL 34236

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)

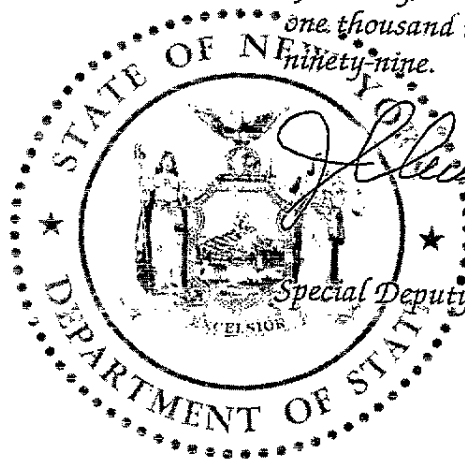
14. _____

PAMELA KANTOR, Chairman
(Typed or printed name and capacity of person signing application)

State of New York
Department of State } ss:

I hereby certify, that the certificate of incorporation of WAYWARD BOUND INC. was filed on 08/30/1999, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 03rd day of December
one thousand nine hundred and
ninety-nine.



Special Deputy Secretary of State

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