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Vimont
& Wills
P L L C

November 28, 2000

Richard E. Vimont
rvimont@vimwil.com

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-12/01/00--01050--016
****125.00 ****125.00

Re: **Healthquest International Group, LLC**
Our File No. 60296

Dear Sir or Madam:

Enclosed please find an original plus one (1) copy of the Certificate of Designation of Registered Agent/Registered Office, Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida and a Certificate of Existence with Status in Good Standing in the above-referenced matter for filing with your office. I have enclosed a check in the amount of \$125.00 to cover filing fees as well as a self-addressed stamped envelope for a return time-stamped copy of same.

LAW OFFICES OF:
RICHARD E. VIMONT
TIMOTHY C. WILLS
BERNARD F. LOVELY
RICHARD M. WEHRLE
FRED E. FUGAZZI, JR.
J. STAN LEE
J. THOMAS RAWLINGS
RICHARD A. WHITAKER
CHRISTOPHER M. PARENTI
KEVIN L. JOHNS
MICHAEL R. SANNER
CHRYSTAL D. STANLEY

Thank you in advance for your cooperation. If you have any questions, please contact me.

Very truly yours,

Meiling L. Williams,
Assistant to Richard E. Vimont

Enclosure(s): Certificate of Designation (Orig + 1 Copy)
 Application (Orig + 1 Copy)
 Certificate of Existence (Orig + 1 Copy)
 SASE
 Check in the amount of \$125.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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155 EAST MAIN STREET
SUITE 300
LEXINGTON, KY 40507-1317
859.252.2202
859.259.2927 FAX
www.vimwil.com

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Healthquest International Group, L.L.C.
(Name of foreign limited liability company)
2. Nevada
(Jurisdiction under the law of which foreign limited liability company is organized)
3. N/A
(FEI number, if applicable)
4. January 15, 1997
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. November 1, 2000
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 311 First Street, Indian Rocks Beach, Florida 33785
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Royal Tyree, 821 South Wooster, Los Angeles, California

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TALLAHASSEE FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Operate distribution center for health products

Harold E. Marks
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Harold E. Marks
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Healthquest International Group, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

Harold E. Marks

(Name)

311 First Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Indian Rocks Beach FL 33785

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S.

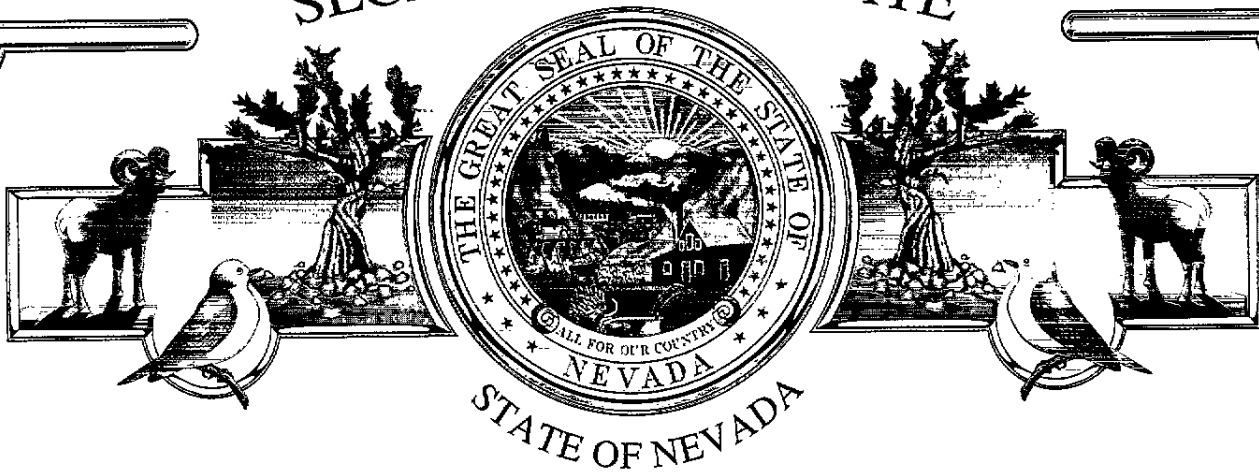
Harold E. Marks

(Signature)

| | |
|-----------|----------------------------------|
| \$ 100.00 | Filing Fee for Application |
| \$ 25.00 | Designation of Registered Agent |
| \$ 30.00 | Certified Copy (optional) |
| \$ 5.00 | Certificate of Status (optional) |

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CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **HEALTHQUEST INTERNATIONAL GROUP, L.L.C.** as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 15, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on November 21, 2000.

Dean Heller

Secretary of State

By

S. L. Law

Certification Clerk



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CLERK OF STATE
TALLAHASSEE, FLORIDA