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LAW OFFICES

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TALSO ADMITTED TO FLORIDA BAR

J. RICHARD DUKE*

MELANIE P. HAHN

Web Site: http://www.assetlaw.com

OF COUNSEL PATRICK H. DAVENPORT

June 16, 2004

Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: Cool Seat, LLC (a Nevada Limited Liability Company)

Dear Sir or Madam:

Enclosed are the following documents to register as a foreign limited liability company in Florida:

- 1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida.
 - 2. Certificate of Existence with Status in Good Standing.
 - 3. Certificate of Designation of Registered Agent/Registered Office.
 - 4. Check payable to Florida Department of State in the amount of \$125.

We would appreciate your sending us a letter of acknowledgment stating that this filing has been accepted.

If you have any questions, please let me know.

Yours very truly,

DUKE LAW FIRM, P.C.

J. Richard Duke

JRD/dph Enclosures

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

	IMPLIANCE WITH SECTION 608303, FLOKIDA STATUTES, THE FULLOWING IS SUBMITTED TO REGISTER A FUREIGN FED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:
_	Cool Seat, LLC
· ·	Cool Seat, LLC (Name of foreign limited liability company)
<u>.</u>	Nevada 3.
(Ju	Nevada risdiction under the law of which foreign limited liability company (FEI number, if applicable) 5/27/04 (Date of Organization) Contact of Contact
	5/27/04 2054 (Date of Organization) (Duration: Year limited liability company will cease to
_	(Date of Organization) (Duration: Year limited liability company will ceal to exist or "perpetual")
	5/27/04
_	(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
	3120 N.W. 37th Street
·	
	Gainesville, Florida 32605 (Street address of principal office)
	(Street address of principal office)
If	limited liability company is a manager-managed company, check here X
1	he name and usual business addresses of the managing members or managers are as follows:
_	W. Arnold Dinkins
_	3120 N.W. 37th Street
	Gainesville, AL 32605
_	The second secon
tł	ttached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in te jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a anslation of the certificate under oath of the translator must be submitted.)
1. 1	Nature of business or purposes to be conducted or promoted in Florida: Contracting for the
	manufacture of seats and seat-related products and the sale of seats and
	seat-related products to buyers
	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.)
	W. Arnold Dinkins
	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:	
Cool Seat, LLC	2 7
2. The name and the Florida street address of the registered agent and office are:	SERTING TO
W. Arnold Dinkins (Name)	ORDAYS ORDAYS
3120 N.W. 37th Street Florida street address (P.O. Box NOT ACCEPTABLE)	and the second s
Gainesville FL 32605 (City/State/Zip)	SECTION 1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,1997年,

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.

W. Arnold Dinkins (Signature)

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



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, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability 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, COOL SEAT, LLC 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 May 27, 2004, 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 June 10, 2004.

DEAN HELLER Secretary of State

Den Helle

Certification Clerk

