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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)922-4003

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES INC.  
Account Number : 075350000353  
Phone : (212)431-5000  
Fax Number : (212)431-1441

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W01-2420

FOREIGN PROFIT QUALIFICATION

KELP HOLDINGS ENTERPRISES LTD.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 JAN 31 PM 4:09

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**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** KELP HOLDINGS ENTERPRISES LTD.  
(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:

Lizbeth Rivera

(Name of Person)

BlumbergExcelsior Corporate Services, Inc.

(Firm/Company)

62 White Street, 2nd Floor

(Address)

New York, NY 10013

(City/State and Zip code)

For further information concerning this matter, please call:

Lizbeth Rivera

(Name of Person)

at ( 212 ) 431-5000 x 573

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

BlumbergExcelsior Corporate Services, Inc.  
62 White Street  
New York, NY 10013  
212-431-5000

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TALLAHASSEE, FLORIDA

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**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. KELP HOLDINGS ENTERPRISES LTD. Inc.  
(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. New York 3. 061590504  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. March 8, 2000 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. upon filing  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

- 7. P O Box 226, Chester, NY 10918  
(Principal office address)
- P O Box 226, Chester, NY 10918  
(Current mailing address)

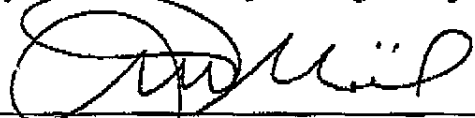
8. office cleaning & Janitorial  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: BlumbergExcelsior Corporate Services, Inc.

Office Address: 4435 Old Winter Garden Road  
Orlando, Florida 32811  
(City) (Zip code)

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.*



\_\_\_\_\_  
(Registered agent's signature)

Marc Moel, Assistant Secretary Blumberg Excelsior Corporate Services Inc.

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.

BlumbergExcelsior Corporate Services, Inc.  
62 White Street  
New York, NY 10013  
212-431-5000

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Eric Wynn

Address: 121 Lorraine Avenue, Mt. Vernon, NY 10553

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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B. OFFICERS

President: Eric Wynn

Address: 121 Lorraine Avenue, Mt. Vernon, NY 10553

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

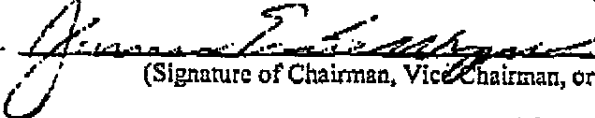
Secretary: \_\_\_\_\_

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. Eric Wynn/President

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

LumbergExcelsior Corporate Services, Inc.  
2 White Street  
New York, NY 10013  
12-431-5000

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**State of New York } ss:  
Department of State**

*I hereby certify, that the Certificate of Incorporation of KALP HOLDINGS ENTERPRISES LTD. was filed on 03/08/2000, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with 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.*

*I further certify, that no other documents have been filed by such Corporation.*



\*\*\*

*Witness my hand and the official seal of the Department of State at the City of Albany, this 29th day of January two thousand and one.*

*Special Deputy Secretary of State*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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