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TRANSMITTAL LETTER

FILED
2002 MAR 29 PM 2:47
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: Palmetto Marketing of Myrtle Beach, Inc.
(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:

300005177099--9
-03/29/02--01053--003
*****70.00 *****70.00

Edward B. Bowers, Jr., Esq.
(Name of Person)

Bellamy Law Firm
(Firm/Company)

P.O. Box 357
(Address)

Myrtle Beach, South Carolina 29578
(City/State and Zip code)

For further information concerning this matter, please call:

Pam Verble, Legal Assistant at (843) 448-2400
(Name of Person) (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

**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.

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1. Palmetto Marketing of Myrtle Beach, 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. South Carolina 3. 57-0924092
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 7, 1990 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(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. 1051 Shine Avenue, Myrtle Beach, SC 29577
(Principal office address)
1051 Shine Avenue, Myrtle Beach, SC 29577
(Current mailing address)
8. Real Estate Sales
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)
10. Registered agent's acceptance: SEE ATTACHED
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.

SEE ATTACHED
(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.

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

A. DIRECTORS

Chairman: Michael C. Schraibman
Address: 1051 Shine Avenue, Myrtle Beach, SC 29577

Vice Chairman: _____
Address: _____

Director: Kenneth W. Collins
Address: 1051 Shine Avenue, Myrtle Beach, SC 29577

Director: _____
Address: _____

B. OFFICERS

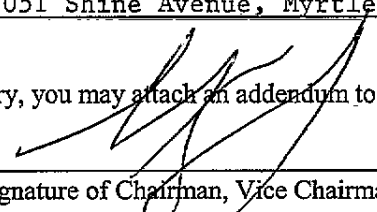
President: Michael C. Schraibman
Address: 1051 Shine Avenue, Myrtle Beach, SC 29577

Vice President: _____
Address: _____

Secretary: Kenneth W. Collins
Address: 1051 Shine Avenue, Myrtle Beach, SC 29577

Treasurer: Kenneth W. Collins
Address: 1051 Shine Avenue, Myrtle Beach, SC 29577

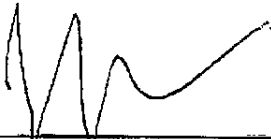
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael C. Schraibman, President
(Typed or printed name and capacity of person signing application)

Palmetto Marketing of Myrtle Beach, Inc.

I, CT CORPORATION SYSTEM, HEREBY CONSENT TO ACT AS RESIDENT AGENT IN FLORIDA FOR THE ENTITY NAMED IN THE ATTACHED INSTRUMENT.

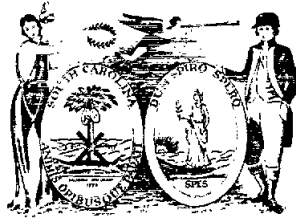


SIGNATURE

Jennifer Aultman, Assistant Secretary
CT CORPORATION SYSTEM

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TALLAHASSEE, FLORIDA

The State of South Carolina



Office of Secretary of State Jim Miles Certificate of Existence

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

PALMETTO MARKETING OF MYRTLE BEACH, INC.,

a corporation duly organized under the laws of the State of South Carolina on **December 7th, 1990**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of the State of South Carolina this 19th day of March, 2002.

A handwritten signature in cursive script that reads "Jim Miles".

Jim Miles, Secretary of State