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FOREIGN PROFIT QUALIFICATION

IMAGINE NATION BOOKS, LTD CORP.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

FILED
05 MAY 10 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
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DIVISION OF CORPORATIONS

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H05001192233

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. Imagine Nation Books, LTD Corp.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Iowa 3. 20-1987673
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/09/2004 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4601 Nautilus Court, South, Boulder, CO 80301
(Principal office address)

(Current mailing address)

8. Retail
(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 NOT acceptable)

Name: Registered Agents Legal Services, Inc

Office Address: 1333 North Duval Street

Tallahassee, Florida 32303
(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)

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.

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

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A. DIRECTORS

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: NONE

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Earl Kaplan

Address: 4001 Nautilus Court South ,
Boulder, CO 80301

Vice President: N/A

Address: _____

Secretary: N/A

Address: _____

Treasurer: _____

Address: _____

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

13. Earl Kaplan
(Signature of Director or Officer listed in number 12 of the application)

14. EARL KAPLAN
(Typed or printed name and capacity of person signing application)

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IOWA

Date: 04/06/2005

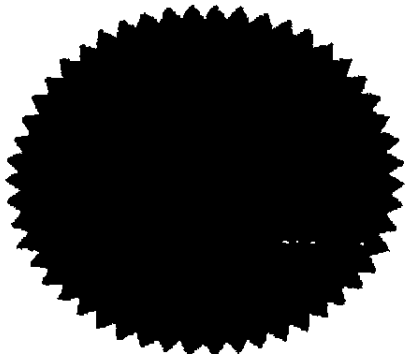
SECRETARY OF STATE

490 DP-000303449
IMAGINE NATION BOOKS, LTD.
REGISTERED AGENTS LEGAL SERVICES, LLC
ATTN: TERRY SCAGLIONE
1220 N MARKET ST STE 806
WILMINGTON, DE 19801

CERTIFICATE OF EXISTENCE

Name: IMAGINE NATION BOOKS, LTD.
Date of Incorporation: 12/09/2004
Duration: PERPETUAL

I, CHESTER J. CULVER, Secretary of State of the State of Iowa, custodian of the records of incorporations, certify that the corporation named on this certificate is in existence and was duly incorporated under the laws of Iowa on the date printed above, that all fees required by the Iowa Business Corporation Act have been paid by the corporation, that the most recent biennial corporate report has been filed by the Secretary of State, and that articles of dissolution have not been filed.



CHESTER J. CULVER SECRETARY OF STATE



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