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TRANSMITTAL LETTER

**TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS**

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*****78.75 *****78.75

SUBJECT: Nanelo Services, Inc.
(Name of corporation)

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:

Robert S. Saraga, Esq.
(Name of Person)
Lowenthal, Landau, Fischer & Bring, P.C.
(Firm/Company)
150 E. Palmetto Park Road, Suite 435
(Address)
Boca Raton, Florida 33432
(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

Robert S. Saraga, Esq. at (561) 362 - 5470
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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. Nanole Services, Inc.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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
(State or country under the law of which it is incorporated)

3. August 11, 1981. 4. Perpetual
(Date of Incorporation) (Duration)

5. _____
(Federal Employer Identification number, if applicable)

6. June 3, 1996
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 245 Park Avenue, New York, New York 10167
(Current mailing address)

8. All Lawfull purposes, including but not limited to securities and real estate investment.
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: Joseph W. Heilbrun
Address: 401 E. 74th Street
New York City, New York 10021

Director Robert S. Saraga
Vice Chairman 2286 NW 39th Drive
Address: Boca Raton, Florida 33431

Director: Martin R. Bring
Address: 250 Park Avenue
New York, New York 10177

Director: Anthony Michaels
Address: 245 Jefferson Street
San Francisco, CA 94133

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B. Officers:

President: Joseph W. Hallbrun
Address: 401 E. 74th Street
New York City, New York 10021

Vice President: Robert S. Saraga
Address: 2286 NW 39th Drive
Boca Raton, FL 33431

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

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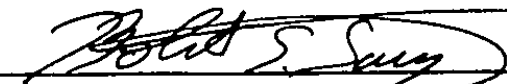
(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

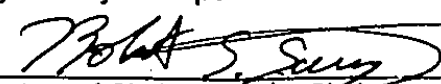
Name: Robert S. Saraga, Esq.
Office Address: 150 E. Palmetto Park Road, Suite 435
Boca Raton, Florida 33432
Zip Code

11. 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: 
Robert S. Saraga, Esq.

12. 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.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

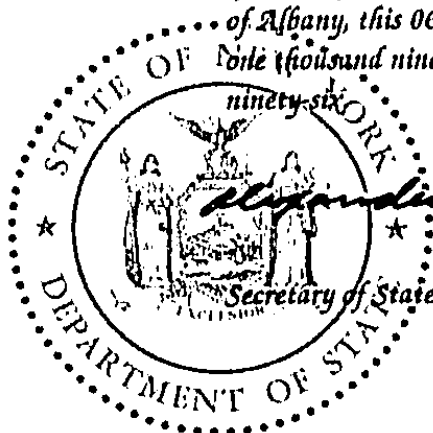
14. Robert S. Saraga, Vice President/Director
(Name and capacity of person signing application)

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

I hereby certify, that the certificate of incorporation of NANELE SERVICES, INC. was filed on 08/11/1981, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

The Statement of Addresses and Directors is past due.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 06th day of June
1996, one thousand nine hundred and
ninety-six.



Alexander F. Treadwell

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