

**F03000005058**

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**FOREIGN PROFIT QUALIFICATION**

**WPE HOLDINGS, INC.**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Glanda E. Hood  
Secretary of State

November 13, 2003

EMPIRE

SUBJECT: WFE HOLDINGS, INC.  
REF: W03000033583

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Part of the application is missing. We need the officer page and a certificate of status.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H030000316001

4

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. **WFE HOLDINGS, INC.**

(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. **Texas**

(State or country under the law of which it is incorporated)

3. **75-2787702**

(FBI number, if applicable)

4. **July 22, 1998**

(Date of incorporation)

5. **perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

6. **November 15, 2003**

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 917.155, F.S.)

7. **150 Ocean Drive, Miami Beach, FL 33139**

(Principal office address)

**150 Ocean Drive, Miami Beach, FL 33139**

(Current mailing address)

8. **To transact any and all lawful business for which a corporation may be incorporated under Chapter 60**

(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: **Louis J. Terminello, Esq., Terminello & Terminello**

Office Address: **2700 S.W. 37th Avenue**

**Miami**

(City)

, Florida **33133**

(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:

H030000316001

**A. DIRECTORS**

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

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

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

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

Director: William P. Esping

Address: 150 Ocean Drive

Miami Beach, FL 33139

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

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

**B. OFFICERS**

President: William P. Esping

Address: 150 Ocean Drive

Miami Beach, FL 33139

Vice President: William P. Esping

Address: 150 Ocean Drive

Miami Beach, FL 33139

Secretary: William P. Esping

Address: 150 Ocean Drive, Miami Beach, FL 33139

Treasurer: William P. Esping

Address: 150 Ocean Drive, Miami Beach, FL 33139

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Louis J. Terminello, attorney-in-fact

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

92 P 78101

H030003100601

Corporations Section  
P.O.Box 13687  
Austin, Texas 78711-3687



Geoffrey S. Connor  
Secretary of State

### Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for WPE HOLDINGS, INC. (filing number: 149952000), a Domestic Business Corporation, was filed in this office on July 22, 1998.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name  
officially and caused to be impressed hereon the Seal of  
State at my office in Austin, Texas on November 11,  
2003.



*Geoffrey S. Connor*  
Geoffrey S. Connor  
Secretary of State

PHONE(S12) 463-5555  
Prepared by: SKM-WEB

Come visit us on the Internet at <http://www.sos.state.tx.us>  
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