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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

OVILA Corporation

Certificate of Status	1
Certified Copy	0
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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. OVILA Corporation
(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. DELAWARE 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JUNE 10, 2004 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, P.S.)

7. 301 EAST PINE STREET, SUITE 450, ORLANDO, FL 32801
(Principal office address)

301 EAST PINE STREET, SUITE 450, ORLANDO, FL 32801
(Current mailing address)

8. RESORT DEVELOPMENT
(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:

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.

CT Corporation System

By: [Signature]
(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:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: RAYMOND D. STONE

Address: #1000-1066 WEST HASTINGS ST.

VANCOUVER, BC CANADA V6A 3X1

Director: RODNEY NEYS

Address: #9910-39 AVENUE

EDMONTON, ALBERTA CANADA T6E 5R8

B. OFFICERS

President: ANDREW VOYSEY

Address: #800-200 BURREARD STREET

VANCOUVER, BC CANADA V6C 3L6

Vice President: BILL FOX

Address: #1000-1066 WEST HASTINGS ST.

VANCOUVER, BC CANADA V6A 3X1

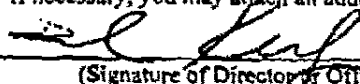
Secretary: ROSS L. MEACHER

Address: #800-200 BURREARD STREET VANCOUVER, BC CANADA V6C 3L6

Treasurer: _____

Address: _____

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. David D. Klein Kopf, Assistant Secretary
(Typed or printed name and capacity of person signing application)

Additional Directors and Officers of OVILA Corporation

Directors:

Doug Ogilvy **6900 S. McCarran Blvd., Suite 3000**
Reno, NV 89509

David D. Kleinkopf **1050 17th St., Suite 1500**
Denver, CO 80265

Officers:

Vice President **Jim Boivin** **301 East Pine St., Suite 450**
Orlando, FL 32801

Vice President **Don Carr** **301 East Pine St., Suite 450**
Orlando, FL 32801

Vice President **Raymond Stone** **#1000-1066 West Hastings St.**
Vancouver, BC Canada V6A 3X1

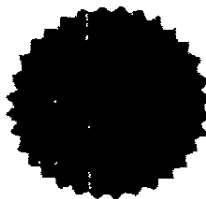
Assistant Secretary **David D. Kleinkopf** **1050 17th St., Suite 1500**
Denver, CO 80265

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OVILA CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF JUNE, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
 Harriet Smith Windsor, Secretary of State

3814693 8300

AUTHENTICATION: 3165763

040433253

DATE: 06-11-04