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Florida Department of State  
Division of Corporations  
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FOREIGN PROFIT QUALIFICATION

OVILA Phase One 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 Phase One 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. Applied For  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. AUGUST 3, 2005 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON REGISTRATION  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1302, F.S., to determine penalty liability)

7. 301 EAST PINE STREET, SUITE 400, ORLANDO, FL 32801  
(Principal office address)

301 EAST PINE STREET, SUITE 400, 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 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.*

By: [Signature]  
(Registered agent's signature)

James Martin  
Assistant Secretary

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: \_\_\_\_\_

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

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

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

Director: Raymond D. Stone

Address: #1200-1067 West Cordova Street

Vancouver, BC CANADA V6C 1C7

Director: Rodney Neys

Address: #1200-1067 West Cordova Street

Vancouver, BC CANADA V6C 1C7

**B. OFFICERS**

President: Gary L. Raymond

Address: #1400 West Hastings St.

Vancouver BC CANADA V6C 2W2

Vice President: William B. Fox

Address: #1200-1067 West Cordova Street

Vancouver, BC CANADA V6C 1C7

Secretary: Ross J. Meacher

Address: #800-200 Bernard St., Vancouver BC Canada V6C 3L6

Treasurer: See Attached

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. KLEINKOPF, VICE PRESIDENT AND ASST. SECRETARY

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

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**Additional Directors and Officers of OVILA Phase One Corporation**

**Directors:**

**David D. Kleinkopf** 1050 17<sup>th</sup> St., Suite 1500  
Denver, CO 80265

**Joseph W. Whitehouse, Jr.** 1050 17<sup>th</sup> St., Suite 1250  
Denver, CO 80265

**Officers:**

**Vice President and Chief Financial Officer** John E. Currie #800-200 Burrard Street  
Vancouver, BC Canada V8C 3L6

**Vice President** Connie Wynne 301 East Pine St., Suite 450  
Orlando, FL 32801

**Vice President** John Heiser 301 East Pine St., Suite 450  
Orlando, FL 32801

**Vice President** Chris Sherman 301 East Pine St., Suite 450  
Orlando, FL 32801

**Vice President** Raymond D. Stone #1200-1067 West Cordova Street  
Vancouver, BC Canada V6C 1C7

**Vice President** Rodney Neys #1200-1067 West Cordova Street  
Vancouver, BC Canada V6C 1C7

**Vice President** Steve Sammut #800-200 Burrard St.  
Vancouver, BC Canada V8C 3L6

**Vice President and Assistant Secretary** David D. Kleinkopf 1050 17<sup>th</sup> St., Suite 1500  
Denver, CO 80265

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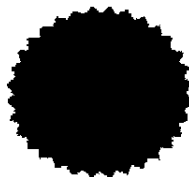
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OVILA PHASE ONE 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 THIRD DAY OF AUGUST, A.D. 2005.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4067025

DATE: 08-03-05