

F95000003064

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

10000014154291
-04/25/95--01086--005
***141-25 ***191-25

122.50

122.50

SUBJECT: SPANISH WATER RESORT N.V. CORP.
(Name of corporation)

Dear Sir or Madam: "

W95-9079

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:

S. BLAIR ROSS
(Name of Person)
S. BLAIR ROSS LAW OFFICE
(Firm/Company)
25 W. Flagler Street Suite 1019
(Address)
Miami, FL. 33130
(City, State and Zip Code)

55 JUN 26 11 8:43
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

S. BLAIR ROSS at (305) 372-9393
(Name of Person) Area Code & Daytime Telephone Number

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8/26

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

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

LAW OFFICES

S. Blair Ross

25 WEST FLAGLER STREET, SUITE 1019

MIAMI, FLORIDA 33130

TELEPHONE (305) 372-0603 • FAX (305) 381-7030

June 21, 1995.

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Fl. 32314

Attention: Leo Rivers.

Re: Spanish Water Resort N.V.
Rev. No. W95000009079

Dear Mr. Rivers:

Please find enclosed Affidavit in connection with the above corporation's application which was previously forwarded to your office with check in the sum of \$122.50.

Thank you for your cooperation in this matter.

Very truly yours,


S. BLAIR ROSS

SBR:me
Encl.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 28, 1995

S. BLAIR ROSS
S. BLAIR ROSS LAW OFFICE
25 W. FLAGLER STREET SUITE 1019
MIAMI, FL 33130

SUBJECT: SPANISH WATER RESORT N.V. CORP.
Ref. Number: W95000009079

We have received your document for SPANISH WATER RESORT N.V. CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 095A00020348

A F F I D A V I T

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared ARTURO J. JESURUN, who being duly sworn did depose and say as follows:

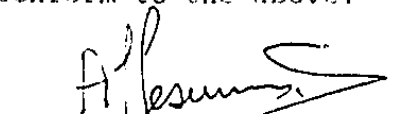
1. That the Affiant is the President of SPANISH WATER RESORT N.V. CORP. a Corporation registered in Curacao, N. A.

2. That the Affiant has heretofore filed an Application with the Secretary of the State of Florida on behalf of the aforesaid foreign corporation to transact business within the State of Florida.

3. That the Affiant knows of his own knowledge that SPANISH WATER RESORT N. V. has not conducted any business whatsoever within the State of Florida up to and including this date, but anticipates commencing such business on or about July 1, 1995.


4. That due to a scrivener's error in the said Application the date of commencing business in Florida was incorrectly stated as July 1, 1994 instead of July 1, 1995.

5. This Affidavit is given for the purpose of amending paragraph 6 of the said Application to conform to the above.


ARTURO J. JESURUN

Sworn and subscribed before me by ARTURO J. JESURUN, to me personally well known, this 12 day of JUNE, 1995.




Notary Public

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. SPANISH WATER RESORT N.V. CORP
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. CURACAO, N.A. 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. DEC 17, 1968 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. JULY 1, 1994
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 15888 S.W. 95th Ave #124
MIAMI FL 33157
(Current mailing address)
8. BUY/PURCHASE MATERIALS FOR THE ENTERPRISE LABORATORY
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: WALTER D. LUNDELINUS SR
Office Address: 9946 NW 49TH AVE
MIAMI FL 33178, Florida, 33178
(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.

Walter D. Lundelius Sr
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: FRANCISCO WERNET
~~Arturo J. Tesurun~~
Address: PALISIA WEG 62 - SAN NICOLAAS
ARUBA
Vice Chairman: - NONE -
Address: _____
Director: WILLIAM L. ISA
Address: KAYA DRS OY SPROCK 62
CURACAO, N.A.
Director: RICHARD N. HART
Address: KAYA PAPILON 10
CURACAO, N.A.

B. OFFICERS

President: ARTURO J. TESURUN
Address: 92 KAYA GODETT - PO BOX 4011
CURACAO, N.A.
Vice President: FRANCISCO WERNET
Address: PALISIA WEG 62 - SAN NICOLAAS
ARUBA
Secretary: FRANCISCO ROBERTO SURIEL
Address: MAY¹¹ WEG - DX 12
CURACAO, N.A.
Treasurer: VIRGINIA GUATO
Address: MAHAI WEG 11
CURACAO, N.A.

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

13.

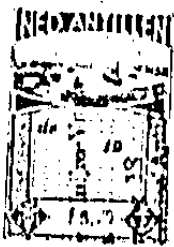
Arturo J. Tesurun

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

ARTURO J. TESURUN, PRESIDENT

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



/r)

The Undersigned:

Addo Paulino van der Pluijm-Vrede, a civil law notary,
residing in Curacao,

herewith certifies:

that the limited liability company:

"SPANISH WATER RESORT DEVELOPMENT CORPORATION N.V."

has been legally incorporated by notarial deed executed on
December 17th, 1968 before Mr. A.A.G. Smets, at that time a
civil law notary of Curaçao;

that on a draft of the deed of incorporation the
declaration of no-objection, referred to in article 38 of the
Commercial Code of the Netherlands Antilles, was issued by the
Minister of Justice of the Netherlands Antilles, on
January 27th, 1969, under number 17117/JAZ;

that by deed of amendment, executed by notarial deed on
June 12th, 1969 the articles of incorporation of the company
have been amended after the relative ministerial declaration
of no-objection, referred to in article 97 of the Commercial
Code of the Netherlands Antilles, has been obtained, on
September 3rd, 1969, under number 13594/JAZ;

that by deed of amendment, executed by notarial deed on
December 14th, 1970 the articles of incorporation of the
company have been amended after the relative ministerial
declaration of no-objection, referred to in article 97 of the
Commercial Code of the Netherlands Antilles, has been obtained
on January 15th, 1971, under number 20698/JAZ by which said
deed of amendment the name of the company has been changed
into:

SPANISH WATER RESORT N.V.

that by deed of amendment, executed by notarial deed on
March 21st, 1979 the articles of incorporation of the company
have been amended after the relative ministerial declaration
of no-objection, referred to in article 97 of the Commercial
Code of the Netherlands Antilles, has been obtained on January
11th, 1979, under number 16914/JAZ;

that the registered office of the company is:

Kaya Wilson (Papa) Godett 92,
Curacao,
Netherlands Antilles;

that the managing director of the company is:

Mr. Arturo Jacobo Jesurun, residing in Curacao, Netherlands
Antilles;

This managing director is duly authorized to represent the
company acting singly, however with due observance of the

stipulations in the articles of incorporation of the company.

The Members of the Supervisory Board of the Directors are:

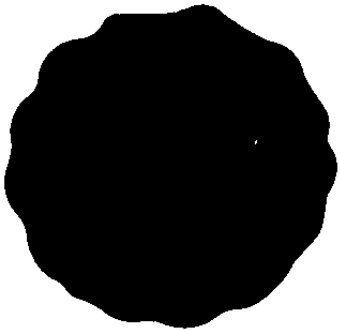
1. Francisco Wornet (Chairman)
2. Mr. William L. Isa
3. Richard N. Hart

that the limited liability company:
"SPANISH WATER RESORT N.V."

is legally existing and in good standing under the laws of the
Netherlands Antilles.

IN WITNESS WHEREOF, I have set my hand hereunto after
having affixed my official seal of office.

Curacao, March 24th, 1995.



A handwritten signature, possibly of the official, is written in ink to the right of the seal. The signature is stylized and appears to be a combination of letters and a flourish.