

# F95000005255

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

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FEB 10 1987  
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SUBJECT: Shanda Holdings, Inc.  
(Name of corporation - must include suffix)

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:

Suzanne D. Lanier, Esquire  
(Name of Person)

Richman, Deifik and Lanier, P.A.  
(Firm/Company)

2640 Golden Gate Parkway, Suite 206  
(Address)

Naples, Fl 33942  
(City/State/Zip)

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

Suzanne D. Lanier  
(Name of Person)

at ( 941 ) 434-7700  
(Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E Gaines St  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

10/27

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 14, 1995

SUZANNE D. LANIER, ESQ.  
% RICHMAN, DEIFIK AND LANIER, P.A.  
2640 GOLDEN GATE PKWY, STE 206  
NAPLES, FL 33942

SUBJECT: SHANDA HOLDINGS, INC.  
Ref. Number: W95000018556

We have received your document for SHANDA HOLDINGS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2400.00.

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) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 895A00042421

Law Offices

# **RICHMAN, DEIFIK AND LANIER**

A PROFESSIONAL ASSOCIATION

Kenneth W. Richman, Jr.\*  
Celia Ellen Deifik\*  
Suzanne D. Lanier

\* Board Certified Real Estate

Poinciana Professional Park  
2640 Golden Gate Parkway  
Suite 206  
Naples, Florida 33942-3203  
(941) 434-7700  
Telefax (941) 434-7303

September 28, 1995

MR. MICHAEL MAYS  
DOCUMENT SPECIALIST  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P O BOX 6327  
TALLAHASSEE, FL 32314

RE: Shanda Holdings, Inc.

Dear Mr. Mays:

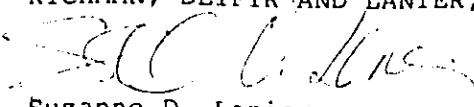
Please find enclosed a check for \$400.00 representing current and prior corporate annual fees for the above referenced corporation. This corporation is a foreign entity who purchased real estate in Naples, Florida in March of 1993. It was unknown at the time what business activities would be conducted by the corporation. The corporation then began to rent the real estate through a rental agent and was unaware of the need to file United States and Florida corporate income tax returns and register with the Florida Department of State. As soon as the officers of the corporation learned of the necessary filing procedures, they immediately hired a CPA and myself to satisfy all filing requirements.

I am enclosing copies of the corporation's Florida corporate income tax return which has been filed with the Florida Department of Revenue. I have also enclosed the letter I received from you indicating that there was a problem.

Please consider waiving the \$2,000.00 penalty assessed on the enclosed notices for the reasons stated above. We sincerely appreciate your consideration in this matter.

Very truly yours,

RICHMAN, DEIFIK AND LANIER, P.A.

  
Suzanne D. Lanier

SDL/gwz

j/-63

Enclosures

cc: Jane Lamberson  
John Hastings



*Department of State*  
*Memorandum Office of the General Counsel*

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TO: File

FROM: Marc W. Dunbar, Assistant General Counsel

DATE: October 24, 1995

RE: Shanda Holdings, Inc.

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Based on a review of the file and the financial information provided this office by this corporation, it is my recommendation that this file be closed and all outstanding penalties be abated. The corporation has incurred an operating loss for each of the last three years. Given these losses, it is further my opinion that the payment of the outstanding penalties would cause serious financial hardship on this corporation and cause said corporation to become insolvent. Given the financial status of this corporation and its payment of all outstanding annual report fees, it is consequently my opinion that this file be closed and all remaining penalties be abated.

MWD/mwd

**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. Shanda Holdings, Inc.  
(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. Canada  
(State or country under the law of which it is incorporated)
3. 98-0152519  
(FEI number, if applicable)
4. March 3, 1993  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. March 17, 1993  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.))
7. 3347 Mainsail Crescent  
MISSISSAUGA, Ontario L5L 1H3  
(Current mailing address)
8. Own and rent property  
(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:** (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Suzanne D. Lanier, Esq.  
Office Address: 2640 Golden Gate Pkwy., Suite 206  
Naples, Florida, 33942  
(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.

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DEPT. OF STATE  
JAN 27 1993  
10:37 AM

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: John Hastings  
Address: 3347 Mainsail Crescent, Mississauga, Ontario L5L 1H3  
Vice Chairman: John Hastings  
Address: 3347 Mainsail Crescent, Mississauga, Ontario L5L 1H3  
  
Director: Linda Hastings  
Address: 3347 Mainsail Crescent, Mississauga, Ontario L5L 1H3  
  
Director: Shawn Hastings  
Address: 3347 Mainsail Crescent, Mississauga, Ontario L5L 1H3

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: John Hastings  
Address: 3347 Mainsail Crescent, Mississauga, Ontario L5L 1H3  
  
Vice President: Linda Hastings  
Address: 3347 Mainsail Crescent, Mississauga, Ontario L5L 1H3  
  
Secretary: Linda Hastings  
Address: 3347 Mainsail Crescent, Mississauga, Ontario L5L 1H3  
  
Treasurer: Linda Hastings  
Address: 3347 Mainsail Crescent, Mississauga, Ontario L5L 1H3

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

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

14. John Hastings, Chairman  
(Typed or printed name and capacity of person signing application)

Ministry of  
Consumer and  
Commercial Relations

Business Division  
Companies Branch  
393 University Ave. Suite 200  
Toronto ON M5G 2M2

Ministère de  
la Consommation  
et du Commerce

Division des affaires commerciales  
Direction des compagnies  
393 avo University Bureau 200  
Toronto ON M5G 2M2



Ontario

## Certificate of Status Certificat de Statut Documentaire

This is to certify that according to the  
records of the companies branch

Je certifie par les présentes que, conformément  
aux dossiers de la Direction des compagnies,

**SHANDA HOLDINGS INC.**

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

**000998999**

is a corporation incorporated, amalgamated  
or continued under the laws of  
the Province of Ontario.

est constituée, fusionnée ou prorogée en vertu  
des lois de la province de l'Ontario.

The corporation came into existence on

La personne morale a été fondée le

**MARCH 03 MARS, 1993**

and has not been dissolved.

et n'a pas été dissoute.

Dated

Fait le

**SEPTEMBER 06 SEPTEMBRE, 1995**

  
Assistant

Controller of Records  
Contrôleur des dossiers

FILED  
SECRETARY OF STATE  
ONTARIO  
SEP 27 1995  
9:27 AM