

B03000000327

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

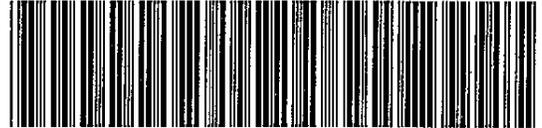
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400023203374

09/23/03--01043--004 **236.25

03 SEP 23 11 51 AM
REGISTRY OF SECURITIES
PROVISIONAL

FILED

B03-327
OR



September 22, 2003

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Subject: Whitewing Leasing, Ltd.

Gentlemen:

Enclosed please find our Affidavit of Capital Contributions for a Foreign Limited Partnership and our Application by Foreign Limited Partnership Authorization to Transact Business in Florida for Whitewing Leasing, Ltd. Also enclosed is our check payable to the Florida Department of State in the amount of \$236.25 for your processing fees.

If you have any questions, please give me a call at 210-582-3706. Thank you for your help in this matter.

Sincerely,

Janet Ryan
Office Manager

JR:jar
enclosures

03 SEP 23 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. Whitewing Leasing, Ltd.
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")

3. Texas 4. July 2, 2002
(State of Formation) (Date of Formation)

5. Nancy Waglow
(Name of Registered Agent for Service of Process)

6. 5035 Edgewater Drive
(Street Address of Registered Office)

Orlando Florida 32810
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

(Agent must sign on this line)

8. Mike Hawker
845 Proton Road San Antonio, Texas 78258
(Address of registered office required in state of formation or, if not required, address of principal office)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>Inverness Leasing, Inc.</u>	
<u>Inverness Holdings,</u>	<u>845 Proton Road San Antonio, Texas 78258</u>

Cross ref
FO3-4555

10. 845 Proton Road San Antonio, Texas 78258
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

SECRET
OFFICE OF STATE
TALLAHASSEE FLORIDA

03 SEP 23 AM 9:29

FILED

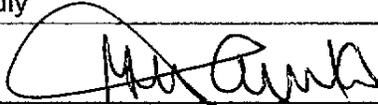
12. Silver Cloud Holdings, Inc.

2810 W. Charleston, #80 Las Vegas, Nevada 89102

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 28th day of July, 2003



General Partner

STATE OF Texas

COUNTY OF Bexar

On this 28th day of July, 2003

Michael A. Hawker, personally appeared before me,

who is personally known to me

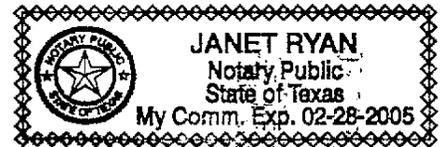
whose identity I proved on the basis of _____



(Notary Public Signature)

Janet Ryan

(Notary's Printed Name)



Seal

My Commission Expires: 2/28/2005

FILED
JUL 29 AM 9:29
COUNTY OF BEXAR
STATE OF TEXAS

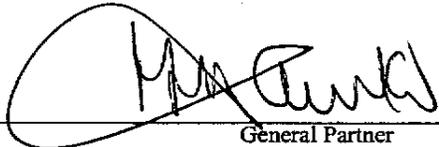
AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Mike Hawker, Sec/Tr, Inverness Holdings, Inc., a general partner of Whitewing Leasing Ltd., a (an) _____ limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 19,800.00.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 19,800.00.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 28th day of July, 2003.



General Partner

STATE OF Texas

COUNTY OF Bexar

On this 28th day of July, 2003,

Mike Hawker, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

03 SEP 23 AM 9:20
FILED
SECRETARY OF STATE
TULAHASSEE FLORIDA



(Notary Public Signature)

Janet Ryan

(Notary's Printed Name)

Seal My Commission Expires: 2/28/2005

