

ACCOUNT	NO.	: .	072100000032
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REFERENCE :

901498

3487A

COST LIMIT :

ORDER DATE: November 16, 2000

ORDER TIME : 1:28 PM

ORDER NO. : 901498-005

CUSTOMER NO:

3487A

CUSTOMER: F. Thomas Hopkins, Iii, Esq

Icard Merrill Cullis Timm

Suite 600

2033 Main Street Sarasota, FL 34237

FOREIGN FILINGS

SUNSHINE PHOENIX PROPERTIES,

INC.

100003467901--8

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis -- EXT# 1165

EXAMINER:

TRANSMITTAL LETTER

TRANSMITTAL LETTER										
TO: Registration Section Division of Corporations	TES, INC.									
SUBJECT: SUNSHINE PHOENIX PROPERT	TES, 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:										
John Clement Gaffney										
(Name of Person)										
Sunshine Phoenix Properties, Inc.										
(Firm/	Company)									
269 Birchgrove Road										
(A	ddress)									
Perth, Ontario K7H 3C5										
(City/Sta	te and Zip code)									
For further information concerning this matter, please call:										
F. Thomas Hopkins, Esquire at (941) 366-8100										
	ca Code & Daytime Telephone Number)									
STREET ADDRESS:	MAILING ADDRESS:									
Registration Section Division of Corporations	Registration Section Division of Corporations									
409 E. Gaines St.	P.O. Box 6327									
Tallahassee, FL 32399	Tallahassee, FL 32314									
Enclosed is a check for the following amount:										
□ \$70.00 Filing Fee □ \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & S87.50 Filing Fee, Certified Copy Certificate of Status & Certified Copy									

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.		PHOENIX PROPERTIES, INC.				TONE'					
	words or abbrev	ration; must include the word "INCO iations of like import in language as very partnership if not so contained in the	will clearly inc	dicate that it is a	corporation ins	tead of a	84				
2.	Canada		3.			200					
۷.	(State or country	y under the law of which it is incorpo	orated)	(F	El number, if a	PPIEOR E					
4	August 17	, 2000	5	Perpetu		- 300	100				
••	(Date	e of incorporation)		Duration: Year	corp. will coase	to exist or "per	petua				
6.	Upon Qual	ification				7.7	<i>3</i> € - (3				
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon malification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)											
7.	269 Birch	grove Road, Perth, Ontario	K7H 3C5								
(Principal office address)											
	269 Birch	grove Road, Perth, Ontario	к7н 3С5								
		(Current n	nailing address	5)				ru 77			
8			, m ,								
ο.	(Purpose((s) of corporation authorized in home	state or count	try to be carried	out in state of I	Florida)					
9.	Name and str	reet address of Florida registere	ed agent: (P	O. Box or Ma	il Drop Box <u>N</u>	OT acceptabl	e)				
	Name:	Icard, Merrill, Cullis, T Attention: F. Thomas Hop		n & Ginsbur	g, P.A.						
O	ffice Address:	2033 Main St., Ste. 600									
		Sarasota	·	, Florida	34237	-		1			
		(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.

Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.

By:

(Registered agent's signature)

F. Thomas Hopkins

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: _ Director Susan Kay Vice Chairman: 8 Mutchmor Road Address: _ Ottawa, Ontario KlS 1L5 John Clement Gaffney Director: 269 Birchgrove Road Address: Perth, Ontario K7H 3C5 Celia Gay Nichol Director: _ 269 Birchgrove Road Address: Perth, Ontario K7H 3C5 B. OFFICERS John Clement Gaffney President: __ 269 Birchgrove Road Address: Perth, Ontario K7H 3C5 Vice President: ___ Address: Celia Gay Nichol Secretary: _ 269 Birchgrove Road, Perth, Ontario, K7H 3C5 Address: Treasurer: _ Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

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

John Clement Gaffney, President and Director

CERTIFICATE OF COMPLIANCE S.S. 263(2)

CERTIFICAT DE CONFORMITÉ S.S. 263(2)

FILED W 9: 0:
SECRETARY OF STATE
TALLAHASSEE, FLORID

Sunshine Phoenix Properties Inc.

379726-1

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I HEREBY CERTIFY that the corporation named above is a body corporate incorporated or continued under the *Canada Business Corporations Act* and not discontinued under that Act and that it has not been dissolved and it has sent to the Director the required Annual Returns.

JE CERTIFIE, par les présentes, que la société ci-dessus mentionnée est une personne morale constituée ou prorogée en vertu de la *Loi canadienne sur les sociétés par actions* et n'a pas changé de régime en vertu de cette Loi et qu'elle n'a pas été dissoute et la société a remis au directeur les rapports annuels dont l'envoi est requis.

Deputy Director - Directeur adjoint

October 25, 2000 / le 25 octobre 2000

Date

Canada