

FOI 000000 144

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Massera Holdings Ltd., 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:

Renea M. Glendinning  
(Name of Person)

Kerkering, Barberio & Co., P.A.  
(Firm/Company)

1858 Ringling Boulevard  
(Address)

Sarasota, FL 34236  
(City/State/Zip)

FILED  
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-8 AM 11:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Renea M. Glendinning  
(Name of Person)

at ( 941 ) 365-4617  
(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

**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. Massera Holdings Ltd., 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. Bahamas  
(State or country under the law of which it is incorporated)
3. 52-2284810  
(FEI number, if applicable)
4. December 7, 2000  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Not yet transacting business  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1858 Ringling Boulevard  
Sarasota, Florida 34236  
(Current mailing address)
8. Any lawful activity  
(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: Renea M. Glendinning

Office Address: 1858 Ringling Boulevard

Sarasota, Florida, 34236  
(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.*

Renea M. Glendinning  
(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: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: Serge Ameye

Address: 1858 Ringling Boulevard, Sarasota, FL 34236

Vice Chairman: Marie Staelens

Address: 1858 Ringling Boulevard, Sarasota, FL 34236

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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

President: Serge Ameye

Address: 1858 Ringling Boulevard, Sarasota, FL 34236

Vice President: Marie Staelens

Address: 1858 Ringling Boulevard, Sarasota, FL 34236

Secretary: Marie Staelens

Address: 1858 Ringling Boulevard, Sarasota, FL 34236

Treasurer: Serge Ameye

Address: 1858 Ringling Boulevard, Sarasota, FL 34236

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

13. \_\_\_\_\_

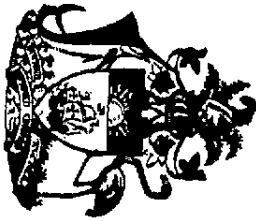
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. \_\_\_\_\_

Serge Ameye

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

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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*Commonwealth of The Bahamas*  
*The International Business Companies Act*

(No. 2 of 1990)

*Certificate of Incorporation*

(Section 11 and 12)

No. 116977 B

MASSERA HOLDINGS LTD.

I, CEDRIC F. MOXEY, Assistant Registrar General, the Commonwealth of The Bahamas  
Do Hearby Certify pursuant to the International Business Companies Act, (No. 2 of 1990) that  
all the requirements of the said Act in respect of incorporation have been satisfied, and that  
MASSERA HOLDINGS LTD.

is incorporated in the Commonwealth of The Bahamas as an International Business Company  
this 7th day of December, 2000

Given under my hand and seal  
At Nassau in the Commonwealth  
of The Bahamas

*Cedric F Moxey*  
Assistant Registrar General