THE UNITED STATES CORPORATION	
ACCOUNT NO. : 072100000032	
REFERENCE : 089503 4344659	
AUTHORIZATION: Talucia Typut SS 3 M	
COST LIMIT : \$ 78.75	
ORDER DATE: March 23, 2001	_
ORDER TIME: 10:46 AM	-
ORDER NO. : 089503-015	
CUSTOMER NO: 4344659	-
CUSTOMER: Andrew Dunstan, Legal Asst Greenberg Traurig, P.a. Suite 300 East 777 South Flagler Drive West Palm Beach, FL 33401	
FOREIGN FILINGS	: .
NAME: ABBEYFIELD INVESTMENTS LIMITED, WWO.	
XXXX QUALIFICATION (TYPE: CO) PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:	

XX CERTIFIED COPY ____ PLAIN STAMPED COPY ____CERTIFICATE OF GOOD STANDING CONTACT PERSON: Carina L. Dunlap -- EXT# EXAMINER:

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:

(Name of corporation: must like import in language as with the name at present.)	st include the word "INCORPORATE will clearly indicate that it is a corpor	ration instea	id of a natural pers	on or partnersh	p if net so con	
British Virgin Island	is	3.		N/A	6	i is
(State or country under the	law of which it is incorporated)		(FEI	umber, if applicat	ile)	50° 0
12/04/00		5.	Perpetual			
(Date of Incorpo	oration)		(Duration: Year	corp. will cease	to exist or pe	erpetual")
upon qualification (Date first	transacted business in Florida. (SEE	SECTIÓNS	607.1501,607.15	02, AND 817.1:	55, F.S.)	
:/o Trident Trust Co	mpany (B.V.I.) Limited					
	O. Box 146, Road Town, T	Tortola, nailing addr	British Virgin	Islands		
Trident Chambers, P To engage in any	O. Box 146, Road Town, 7 (Current my act or activity for whi	ailing addr	ess)		nized unc	der the
Trident Chambers, P To engage in any Florida Business (O. Box 146, Road Town, 7 (Current my act or activity for whi	ich cor	oorations ma	ıy be orga		der the
Trident Chambers, P To engage in any Florida Business ((Purpose(s	O. Box 146, Road Town, 7 (Current many act or activity for which corporation Act.	ch corr	porations ma	ty be orga	Florida)	<u>.</u>
Trident Chambers, P To engage in any Florida Business ((Purpose(s	O. Box 146, Road Town, To (Current my act or activity for whis Corporation Act.	ich corrected age	porations manuary to be carried or	ty be orga	Florida)	<u>.</u>
To engage in any Florida Business (Purpose(s) Name and street a	O. Box 146, Road Town, To (Current my act or activity for whis Corporation Act. o) of corporation authorized in home standards of Florida register.	ich corrected age	porations manuary to be carried or	ty be orga	Florida)	<u>.</u>

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.

CORPORATION SERVICE COMPANY

By: Octoral O Skipper
(Registered agent's signature)

Deborah D. Skipper
Asst. Secretary

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.

Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT 12. acceptable) DIRECTORS (Street address only - P.O. Box NOT acceptable) A. Amparo Codina de Campollo Director: 7th Avenue - 653 Zona 4, Edificio Triangulo, 4to Piso, Guatemala City, Guatemala Address: Director: Ricardo Campollo 7th Avenue - 653 Zona 4, Edificio Triangulo, 4to Piso, Guatemala City, G Address: Director: Address: Director: Address: В. OFFICERS (Street address only - P.O. Box NOT acceptable) President: Address: Secretary: Address: Treasurer: Address:

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)

Amparo Codina de Campollo, Director

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

14.





(Section 114)

TERRITORY OF THE BRITISH VIRGIN ISLANDS

THE INTERNATIONAL BUSINESS COMPANIES ACT (CAP. 291)

CERTIFICATE OF GOOD STANDING

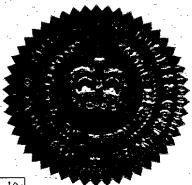
No. 419734

ABBEYFIELD INVESTMENTS LIMITED

The Registrar of Companies of the British Virgin Islands HEREBY CERTIFIES that:

- 1. The above company was duly incorporated under the provisions of the International Business Companies Act, (Cap.291) on the 4th day of December, 2000 as Company No. 419734 of the register of International Business Companies.
- 2. The name of the Company is still on the register of International Business Companies and the company has paid allfees, licence fees, and penalties due and payable under the provisions of sections 104 and 105 of the said Act.
- 3. The company has not submitted to me articles of merger or consolidation that have not yet become effective.
- 4. The company has not submitted to me articles of arrangement that have not yet become effective.
- 5. The company is not in the process of being wound up and dissolved.
- 6. No proceedings have been instituted to strike the name of the company off the said register.
- 7. In so far as is evidenced by the documents filed with me the company is in good legal standing.

EGISTER



Given under my hand and seal ... at Road Town, Tortola in the Territory of the British Virgin Islands this 19th day of January, 2001

CRTI0040

