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444 BRICKELL AVENUE
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December 20, 2001

STEWART A. MERKIN

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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Re: Investmo Corporation

400004735774--0
-12/21/01--01035--001
*****87.50 *****87.50

Dear Sir or Madam:

The enclosed Application by Foreign Corporation for Authorization to Transact Business in Florida, Certificate of Existence and check in the amount of \$87.50 are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Stewart A. Merkin, Esq.
Rivergate Plaza, Suite 300
444 Brickell Avenue
Miami, FL 33131

For further information concerning this matter, please call:

Elly Gonzalez at (305)358-5800 ext. 238.

Thank you for your assistance.

Very truly yours,



Stewart A. Merkin
SAM:ecg
encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtu
12/27

**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. INVESTMO CORPORATION

(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. British Virgin Islands

(State or country under the law of which it is incorporated)

3. 98-0359961

(FEI number, if applicable)

4. 09-21-01

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Overseas Management Company Trust (B.V.I.), P. O. Box 3152, Road Town, Tortola, BVI
(Principal office address)

c/o Overseas Managemet Company Trust (B.V.I.), P. O. Box 3152, Road Town, Tortola, BVI
(Current mailing address)

8. ownership of real property

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: STEWART A. MERKIN, ESQ.

Office Address: 444 BRICKELL AVENUE, SUITE 300

MIAMI

(City)

Florida 33131

(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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SECRETARY OF STATE

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: PIERRE BENMOUSSA

Address: 18 Avenue Bara

La Varenne St. Hilane, France

Director: YOLAINE MYRIAM BENMOUSSA

Address: 18 Avenue Bara

La Varenne St. Hilane, France

B. OFFICERS

President: PIERRE BENMOUSSA

Address: 18 Avenue Bara

La Varenne St. Hilane, France

Vice President: _____

Address: _____

Secretary: YOLAINE MYRIAM BENMOUSSA

Address: 18 Avenue Bara, La Varenne St. Hilane, France

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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. PIERRE BENMOUSSA Director/President

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

TERRITORY OF THE BRITISH VIRGIN ISLANDS
THE INTERNATIONAL BUSINESS COMPANIES ACT
(CAP. 291)

CERTIFICATE OF GOOD STANDING

(Section 114)

No. 463725

INVESTMO CORPORATION

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 21st day of September, 2001 as Company No. 463725 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 all fees, 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 the company is in good legal standing.

Given under my hand and seal
at Road Town, Tortola in the
Territory of the British Virgin Islands
this 4th day of October, 2001

REGISTRAR OF COMPANIES

CRTI004I

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TALLAHASSEE, FLORIDA