

F01000006607

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Mandel Resources Corporation 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:

Gerald Mandel

(Name of Person)

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-11/30/01--01077--003
*****70.00 *****70.00

Mandel Resources Corporation Inc. Wol-27514

(Firm/Company)

5849 Areca Palm Court # B

(Address)

Delray Beach FL. 33484

(City/State and Zip code)

For further information concerning this matter, please call:

Gerald Mandel

(Name of Person)

at (561) 638-8643

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 4, 2001

GERALD MANDEL
5849 ARECA PALM COURT #B
DELRAY BEACH, FL 33484

SUBJECT: MANDEL RESOURCES CORPORATION, INC.
Ref. Number: W01000027514

We have received your document for MANDEL RESOURCES CORPORATION, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1150.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Michael Mays
Document Specialist

Letter Number: 401A00063968

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MANDEL RESOURCES CORPORATION, INC.

CORRESPONDENCE ADDRESS
POST OFFICE BOX 449
DELRAY BEACH, FLORIDA 33447-0449

TEL 561.279.0448 • FAX 561.279.4861 • Email mandelresources@aol.com

Michael Mays, Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: RefNo. W01000027514
Letter No. 401A00063968

Sub: Request for Abatement

Dear Mr. Mays:

Thank you for your courtesy during your telephone conversation of December 20, 2001 with Mrs. Martha Mandel.

As discussed, Mandel Resources Corp. Inc., an Illinois corporation, relocated its business activity to Delray Beach, Florida in January of 2000. At that time, telephone inquiry was made to the Florida Department of Revenue as to what document filings, if any, were required by the State of Florida consequential to this move. Unfortunately, we were not informed as to the existence or requirements of Florida Statutes 607.1502 or 608.502.

In any event, a reading of the exemptions under 607.1501 (2) indicates that Mandel Resources Corporation, (MRC) is entitled to exoneration from the filing requirement for the period in question for the following reasons:

1. During the relevant period, MRC entered into but a single new business transaction, a consulting contract executed on behalf of Maple Line Holding Corp., a Panamanian Corporation, by its agent, Maritime Brokers and Consultants Inc. of Northbrook, Illinois. Since execution of such contract occurred in Illinois and was subject to and approved by its principal managing owner in Athens, Greece, it should qualify for exemption under subsection 2(f).
2. Because this was a business transaction completed in interstate commerce, it should qualify for exemption under subsection 2(i).
3. Because this was an isolated transaction completed within 30 days and not one in the course of repeated transactions of a like nature, it should qualify for exemption under subsection 2(j).


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FLORIDA DEPARTMENT OF STATE

The sole other business activity of Mandel Resources Corporation consists of administering the collection and distribution of minor oil and gas revenues to partners of three Illinois limited partnerships. With the exception of Mrs. Mandel and myself, none of these partners is a Florida resident and these transactions involve no communication with Florida residents. The relevant revenues are earned from properties located entirely outside of Florida and appropriate filings are made and taxes paid in such states.

For the above reasons, we request an abatement of the penalties set forth in the above referenced communications.

Thank you very much.

Sincerely,



Gerald Mandel, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Mandel Resources Corporation 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. Illinois 3. FEIN 36-3209277
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 23, 1982 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/2000
(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. 5849 Areca Palm Court # B
(Principal office address)
5849 Areca Palm Court # B
(Current mailing address)

8. Consulting and Management with Emphasis on the Energy Industry
(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: Gerald Mandel

Office Address: 5849 Areca Palm Ct # B
Delray Beach., Florida 33484
(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.

✓ Gerald Mandel
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: NA

Address: _____

Vice Chairman: NA

Address: _____

Director: Gerald Mandel

Address: 5849 Areca Palm Ct # B

Delray Beach FL 33484

Director: Martha Mandel

Address: 5849 Areca Palm Ct # B

Delray Beach FL 33484

B. OFFICERS

President: Martha Mandel

Address: 5849 Areca Palm Ct # B

Delray Beach FL 33484

Vice President: _____

Address: _____

Secretary: Gerald Mandel

Address: 5849 Areca Palm Ct # B Delray Beach FL 33484

Treasurer: _____

Address: _____

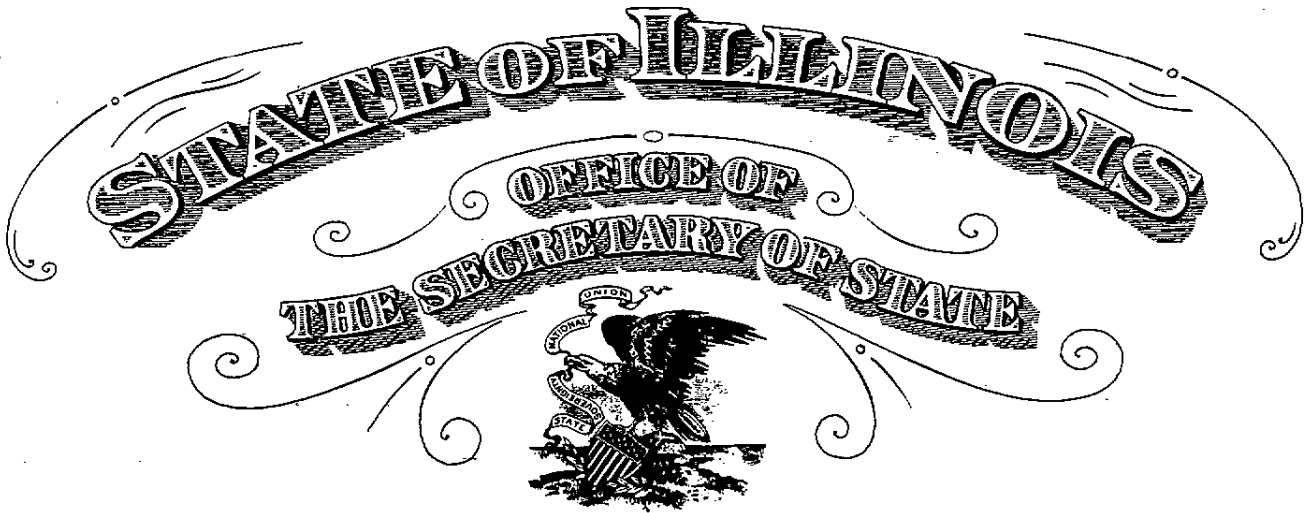
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

✓ 13. Gerald Mandel
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gerald Mandel, Secretary
(Typed or printed name and capacity of person signing application)

File Number 5290-967-8



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

MANDEL RESOURCES CORPORATION, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE NOVEMBER 23, 1982, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 14TH *day of* NOVEMBER *A.D.* 2001

Jesse White

SECRETARY OF STATE