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INTERNATIONAL TAXATION  
THOMAS C. ROBERGE & COMPANY  
CERTIFIED PUBLIC ACCOUNTANT

BRENT S. MCLEAN, CPA  
THOMAS C. ROBERGE, CPA

- Accounting and tax services for foreign nationals and corporations
- Immigration support
- Pre-residency tax planning
- Tax planning for non-resident aliens
- Assistance in obtaining U.S. tax I.D numbers
- Consultation on federal and state tax laws
- Preparation of income tax returns for non-resident aliens and foreign corporations
- Design of alternative tax structures for foreign nationals acquiring, operating, or disposing of U.S. real estate
- Assistance in obtaining financing and establishing banking relationships for foreign nationals and foreign companies

February 13, 2002

Qualification – Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314


RE: Birdie S.A., Inc.

To Whom It May Concern:

I am the registered agent for Birdie S.A., Inc. Enclosed is Transmittal Letter, Application by Foreign Corporation for Authorization to Transact Business in Florida, original Certificate of Good Standing from the British Virgin Islands and our check for \$70.

Could you please mail the notice of qualification to my attention at our St. Petersburg address and contact me at 727 822 9393 if you have questions.

Sincerely,

  
Thomas C. Roberge

TCR/re  
Enclosures

100004950391--4  
-02/18/02--01091--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

677 NORTH WASHINGTON BOULEVARD  
SARASOTA, FLORIDA 34236  
TELEPHONE: 941 952-5848  
FACSIMILE: 941 954-0912

FLORIDA TOLL FREE  
800 823-4448

ONE BEACH DRIVE SE, SUITE 220  
ST. PETERSBURG, FLORIDA 33701  
TELEPHONE: 727 822-9393  
FACSIMILE: 727 823-6781

TP

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** BIRDIE S.A. 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:

THOMAS C. ROBERGE, CPA

(Name of Person)

THOMAS C. ROBERGE & COMPANY

(Firm/Company)

1 BEACH DRIVE SE - STE. 220

(Address)

ST. PETERSBURG, FLORIDA 33701

(City/State/Zip)

For further information concerning this matter, please call:

THOMAS C. ROBERGE

(Name of Person)

at 727-822-9393

(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

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DIVISION OF CORPORATIONS  
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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

# 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. BIRDIE S.A. 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. BRITISH VIRGIN ISLANDS  
(State or country under the law of which it is incorporated)
3. APPLIED FOR  
(FEI number, if applicable)
4. JULY 5, 2000  
(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 THOMAS C. ROBERGE, 1 BEACH DRIVE SE - SUITE 220  
(Principal office address)  
  
ST. PETERSBURG, FLORIDA 33701  
(Current mailing address)
8. REAL ESTATE RENTAL  
(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: THOMAS C. ROBERGE, CPA  
Office Address: 1 BEACH DRIVE SE - SUITE 220  
ST. PETERSBURG, Florida 33701  
(City) (Zip Code)

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DIVISION OF CORPORATIONS

## 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.

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

Chairman: Björn Jonsson

Address: C/O THOMAS C. ROBERGE & CO., 1 BEACH DRIVE SE - STE 220  
ST. PETERSBURG, FL 33701

Vice Chairman: MAGNUS GUDMUNDSSON

Address: C/O THOMAS C. ROBERGE & CO., 1 BEACH DRIVE SE - STE 220  
ST. PETERSBURG, FL 33701

Director: BJORN JONSSON

Address: C/O THOMAS C. ROBERGE & CO., 1 BEACH DRIVE SE - STE 220  
ST. PETERSBURG, FL 33701

Director: STEINDOR I. OLAFSSON

Address: C/O THOMAS C. ROBERGE & CO., 1 BEACH DRIVE SE - STE 220  
ST. PETERSBURG, FL 33701

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

President: STEINDOR I. OLAFSSON

Address: C/O THOMAS C. ROBERGE & CO., 1 BEACH DRIVE SE - STE 220  
ST. PETERSBURG, FL 33701

Vice President: BJORN JONSSON

Address: C/O THOMAS C. ROBERGE & CO., 1 BEACH DRIVE SE - STE 220  
ST. PETERSBURG, FL 33701

Secretary: MAGNUS GUDMUNDSSON

Address: C/O THOMAS C. ROBERGE & CO., 1 BEACH DRIVE SE - STE 220  
ST. PETERSBURG, FL 33701

Treasurer: BJORN JONSSON

Address: C/O THOMAS C. ROBERGE & CO., 1 BEACH DRIVE SE - STE 220  
ST. PETERSBURG, FL 33701

**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. Björn Jonsson  
 (Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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TERRITORY OF THE BRITISH VIRGIN ISLANDS  
THE INTERNATIONAL BUSINESS COMPANIES ACT  
(CAP. 291)

CERTIFICATE OF GOOD STANDING (Section 114)

No. 395668

BIRDIE S.A.

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 5th day of July, 2000 as Company No. 395668 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 me the company is in good legal standing.

12 FEB 18 PM 1:41  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Given under my hand and seal  
at Road Town, Tortola in the  
Territory of the British Virgin Islands  
this 4th day of February, 2002

CRTI0046

REGISTRAR OF COMPANIES