

CT CORPORATION

FO2000001503

CORPORATION(S) NAME

Bayou Investment Corporation

FILED
02 MAR 26 PM 4:45
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED
02 MAR 26 PM 4:48
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
 Availability _____
 Document _____
 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

3/26/02

Order#: 5225831

kf

BK

Ref#:

600005170626--9
 -03/27/02--01012--002
 *****70.00 *****70.00

Amount: \$

600005170626--9
 -03/27/02--01012--003
 ***1150.00 ***1150.00

RECEIVED
02 MAR 26 PM 4:09
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

**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. BAYOU INVESTMENT 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. BAHAMAS

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

3. 98-0219218

(FEI number, if applicable)

4. JULY 16, 1999

(Date of incorporation)

5.

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

6. AUGUST 1, 2001

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. C/O CIBC TRUST CO. (BAHAMA). LTD.

GOODMAN'S BAY CORPORATE CENTRE, WEST BAY STREET, NASSAU, BAHAMAS.

(Current mailing address)

8. REAL ESTATE INVESTMENT

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(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.

Naseem A. Conde
C T Corporation System

(Registered agent's signature)

**NASEEM A. CONDE
SPECIAL 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.

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: None

Address: _____

Vice Chairman: None

Address: _____

Director: COMMERCE SERVICES LIMITED

Address: Goodman's Bay Corporate Centre, West Bay St., Nassau, Bahamas

Director: CORPORATE ASSOCIATES LIMITED

Address: Goodman's Bay Corporate Centre, West Bay St., Nassau, Bahamas

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

President: None

Address: _____

Vice President: None

Address: _____

Secretary: COMMERCE SERVICES LIMITED

Address: Goodman's Bay Corporate Centre, West Bay St., Nassau, Bahamas

Treasurer: None

Address: _____

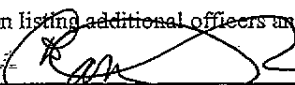
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

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

Kim L. Storr (for)

Commerce Services Limited - Secretary



Corporate Associates Limited - Director

14. _____

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMMONWEALTH OF THE BAHAMAS
THE INTERNATIONAL BUSINESS COMPANIES ACT 2000
(No. 45 of 2000)

IBC 08

CERTIFICATE OF GOOD STANDING

(Section 189)

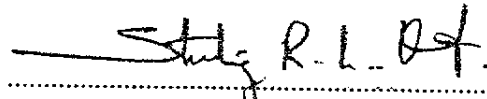
* No. 93,348 B

BAYOU INVESTMENT CORPORATION

I, **STERLING R. L. QUANT**....., Registrar General of the
Commonwealth of The Bahamas DO HEREBY CERTIFY:

1. The above Company was duly (incorporated) (~~continued~~) under the provision of the International Business Companies Act 2000, (No. 45 of 2000) on the 16th day of **July, 1999** as a Company No. * of the Register of International Business Companies.
2. The name of the Company is still on the Register of the International Business Companies and the Company has paid all fees, licence fees and penalties due and payable under the provisions of Sections **175** and **194** of the said Act.
3. The Company has not submitted to me Articles of Merger or Consolidation that have not yet been effective.
4. The Company has not submitted to me Articles of Arrangement that has 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.

Given under my hand and seal at Nassau
in the Commonwealth of The Bahamas
this **5TH** day of **MARCH, 2002**


.....
REGISTRAR GENERAL

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MAR 26 PM 4:48
SECRETARY OF STATE
NASSAU, FLORIDA