

# FO2000003813

## Florida Department of State

Division of Corporations  
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## FOREIGN PROFIT QUALIFICATION

### SEABONAY DEVELOPEMENT CORP.

Name Availability	
Document Examiner	DCC
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Certificate of Status	1
Certified Copy	0
Page Count	845
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 25, 2002

CORPORATE & CRIMINAL RESEARCH SERVICES

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REF: W02000021426

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Diane Cushing  
Corporate Specialist

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Jul-23-2002 14:26 From:MMH

T-680 P.005/009 F-598

FROM

(FBI) 7:15'02 15-46/ST. 15.43/XO.4263333524 P 3

# 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. SEASONAY DEVELOPMENT CORP.  
(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 or present.)
2. DELAWARE  
(State or country under the law of which it is incorporated)
3. Applied for  
(FBI number, if applicable)
4. JULY 17, 2002  
(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 617.155, F.S.)  
c/o Corporate Service Bureau, Inc.  
15 E. North Street, Dover, Delaware
7. (Principal office address)  
c/o Michael Samuel  
280 East Boca Raton Road, Boca Raton, FL 33432  
(Current mailing address)
8. Single purpose member of limited liability company  
(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: CorpDirect Agents, Inc.  
Office Address: 103 N. Meridian Street  
Tallahassee, Florida 32301  
(City) (Zip code)

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## 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.

  
Its Agent: Cynthia A. Hicks

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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T-690 P.004/008 F-598

(FBI) 7.19.02 15:46/ST. 15:43/NO 485333524 P 7

1. Name and business addresses of officers and/or directors:

**DIRECTORS**

Name: MICHAEL SAMUEL  
Address: c/o KIVI SOUTH, LLC  
SEASIDEWAY HOTEL, HILLSBORO BEACH, FLORIDA 33062

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: MICHAEL SAMUEL

Address: c/o KIVI SOUTH, LLC

SEASIDEWAY HOTEL, HILLSBORO BEACH, FLORIDA 33062

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: MICHAEL SAMUEL

Address: c/o KIVI SOUTH, LLC, SEASIDEWAY HOTEL, HILLSBORO BEACH, FL 33062

Treasurer: MICHAEL SAMUEL

Address: c/o KIVI SOUTH, LLC, SEASIDEWAY HOTEL, HILLSBORO BEACH, FL 33062

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

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

14. MICHAEL SAMUEL, PRESIDENT  
(Typed or printed name and capacity of person signing application)

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# Delaware

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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SEABONAY DEVELOPMENT CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JULY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SEABONAY DEVELOPMENT CORP." WAS INCORPORATED ON THE SEVENTEENTH DAY OF JULY, A.D. 2002.

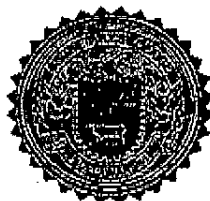
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

SECRETARY OF STATE  
DELAWARE, FLORIDA

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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DATE: 07-22-02