

FD2000004693

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

9/13 For Corp

MJH

SUBJECT: MERCEDES VENTURES CORP.

(Name of corporation - must include suffix)

Dear Sir or Madam:

00855-00310-02963

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:

ROBERT S. SANDIFER

(Name of Person)

MERCEDES VENTURES CORP.

(Firm/Company)

13564 FALCON POINTE DRIVE

(Address)

ORLANDO, FLORIDA 32837

(City/State and Zip code)

300007476723-4
-09/03/02-01066-006
*****70.00 *****70.00

For further information concerning this matter, please call:

Robert S. Sandifer

(Name of Person)

at (407) 856-8153

(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

02 SEP 13 AM 10:12

FILED

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

Jim Smith
Secretary of State

September 4, 2002

**ROBERT S. SANDIFER
MERCEDES VENTURES CORP.
13564 FALCON POINTE DRIVE
ORLANDO, FL 32837**

SUBJECT: MERCEDES VENTURES CORP.
Ref. Number: W02000025579

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

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 002A00050994

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Robert S. Sandifer, do hereby certify
(Name)

that this Resolution of the Board of Directors of Mercedes Ventures Corp.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,
was duly adopted on September 9, 2002

Be it resolved, that Mercedes Ventures Corp.

(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name
Mercedes Ventures Southeast Inc. for use in Florida.

Dated: September 9, 2002


Signature of either Chairman, Vice Chairman or any officer

Robert Sandifer, Interim President

Type or print name

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**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. MERCEDES VENTURES 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 at present.)

2. DELAWARE

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

3. 27-0026128

(FEI number, if applicable)

4. June 4, 1987

(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. 13564 Falcon Pointe Drive Orlando, FL 32837

(Principal office address)

13564 Falcon Pointe Drive Orlando, FL 32837

(Current mailing address)

8. Marketing and Management support and all other lawful business for which corporations may

(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: Robert Sandifer

Office Address: 13564 Falcon Pointe Drive

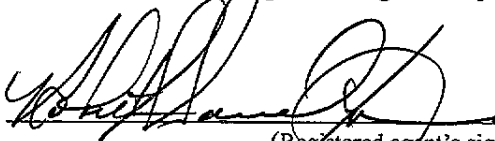
Orlando, Florida 32837

(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.



(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.

FILED
02 SEP 13 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Robert Sandifer

Address: 13564 Falcon Pointe Drive

Orlando, FL 32837

Director: _____

Address: _____

B. OFFICERS

President: Robert Sandifer

Address: 13564 Falcon Pointe Drive

Orlando, FL 32837

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

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)

14. Robert S. Sandifer-Interim President

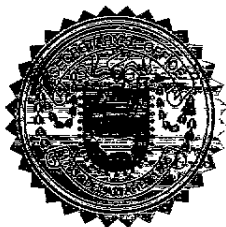
(Typed or printed name and capacity of person signing application)

Delaware

The First State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MERCEDES VENTURES 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 FIFTEENTH DAY OF AUGUST, A.D. 2002.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2128210 8300

AUTHENTICATION: 1937706

020510642

DATE: 08-15-02