

Division of Corporations

FD3000002855

Page 1 of 2

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H03000209627 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : I20010000247
Phone : (305) 674-3313
Fax Number : (305) 674-3359

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JUN -9 PM 2:51

RECEIVED

FOREIGN PROFIT QUALIFICATION

Kalypso Ventures, Inc

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JUN -9 PM 3:33

AND
FILED

OB
6-9-03

1403000209627 6



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 9, 2003

AIA CORPORATE SERVICES, INC

SUBJECT: KALYSPO VENTURES, INC.
REF: W03000016357

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The name of the entity listed on the fax cover sheet and the name of the entity listed in the document must be identical. Please amend the document or the fax cover sheet accordingly.

Please return your document, along with 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) 245-6025.

Trevor Brumbley
Document Specialist

FAX Aud. #: H03000209627
Letter Number: 203A00035838

FILED
03 JUN -9 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations - P.O. BOX 6827 Tallahassee, Florida 32314

H03 000209627 6

Ho3 000 209 6276

**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. Kalypso Ventures, 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. Delaware

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

3. Applied For

(FEI number, if applicable)

4. 5/19/2003

(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 817.153, F.S.)

7. 1172 S. Dixie Highway, Coral Gables, FL 33146

(Principal office address)

1172 S. Dixie Highway, Coral Gables, FL 33146

(Current mailing address)

8. Private Equity Investments and Consulting Services

(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: David L. Wenner

Office Address: 1172 S. Dixie Highway

Coral Gables

(City)

, Florida 33146

(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.

David L. Wenner
(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.

03 JUN - 9 PM 3:33
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ho3 000 209 627 6

H03 000 209 6276

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: David L. Wenner

Address: 1172 S. Dixie Highway Coral Gables FL 33148

Director: _____

Address: _____

B. OFFICERS

President: David L. Wenner

Address: 1172 S. Dixie Highway, Coral Gables FL 33148

Vice President: David L. Wenner

Address: 1172 S. Dixie Highway, Coral Gables FL 33148

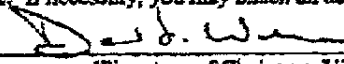
Secretary: Marlyn S. Wenner

Address: 1172 S. Dixie Highway, Coral Gables, FL 33148

Treasurer: Marlyn S. Wenner

Address: 1172 S. Dixie Highway, Coral Gables, FL 33148

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. David L. Wenner, President
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE
PALM BEACH, FLORIDA

03 JUN - 9 PM 3:33

AND
FILED

H03 000 209 6276

H03 000209 6276

Delaware

PAGE 1

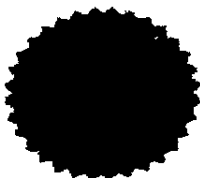
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KALYPSO VENTURES, INC." 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-THIRD DAY OF MAY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KALYPSO VENTURES, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF MAY, A.D. 2003.

3657985 8300

030339378

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2434512

DATE: 05-23-03

H03 000209 6276