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KOCHMAN & BRAUN PLC

Ronald S. Kochman Also admitted in New York

Keith B. Braun Also admitted in Michigan

Maura A. Ziska

Esperanté 222 Lakeview Avenue, Suite 950 West Palm Beach, Florida 33401

Telephone: (561) 802-8960 Facsimile: (561) 802-8995

August 21, 2003

Registration Section
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Southlake Enterprises Corp.

Dear Sir/Madam:

Enclosed, for filing, is an Application by Foreign Corporation for Authorization to Transact Business in Florida for Southlake Enterprises Corp along with a Certificate of Good Standing from the Commonwealth of the Bahamas. Also enclosed is our check in the amount of \$78.75, which sum represents the filing fees.

If you have any questions, please call me.

Sincerely,

Ronald S. Kochman

RSK/dw Enclosures 24850

TRANSMITTAL LETTER

TO:	Registration Division of (
SUBJI	ECT:	Southlake	Enterprises	Cor	р.				
			<u> </u>		n - must include suffix)				-
Dear S	ir or Madam:								
"Certif		ence", and che			Authorization to Transacegister the above referen				
Please	return all corr	espondence c	oncerning this ma	atter	to the following:				
			. Ronald S.	Ko	chman, Esq.			<u>-</u>	
			(Nam	e of	Person)				
			Kochman & Br	aun	PLC			<u></u> 1	<u></u>
			(Firm	/Con	npany)				Ë
			222 Lakevi	Lew	Avenue, Suite 950)	_	表現	168.78
			(A	Addre	ess)) - - -	
			West Palm Be	each	, Florida 33401			円が	를 * * 02
			(City/Sta	ate a	nd Zip code)				
								≥'''	on *
For fur	ther informati	on concerning	g this matter, plea	ise ca	all:				
Ro	nald S. Ko	ochman	at (_ 561	L) 802-8960				
	(Name of Pe	erson)	(Aı	rea C	Code & Daytime Telepho	one l	Number)		
Registr Divisio 409 E.	ET ADDRES ration Section on of Corporat Gaines St. assee, FL 323	ions			MAILING ADDRESS Registration Section Division of Corporatio P.O. Box 6327 Tallahassee, FL 32314	ns			
Enclos	ed is a check :	for the followi	ing amount:						
□ \$70	.00 Filing Fee		5 Filing Fee & ficate of Status	Ø	\$78.75 Filing Fee & Certified Copy	0	Certific	Filing Fe cate of S ed 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.	Southlake Enterprises 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.)							
	natural person of partnership if not so contained in the name at present.)							
2.	Bahamas 3. 90-0075942							
ı	Bahamas 3. 90-00/5942 (State or country under the law of which it is incorporated) (FEI number, if applicable)							
4.	March 26, 2002 5. Perpetual							
	(Date of incorporation) (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	222 Lakeview Avenue, Suite 950, West Palm Beach, Florida 33401							
	(Principal office address)							
	222 Lakeview Avenue, Suite 950, West Palm Beach, Florida 33401							
	(Current mailing address)							
8.	Ownership of Real Estate							
	(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)	-11						
9.	Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)	FILED						
		Ü						
	Name: Ronald S. Kochman, Esq.							
Of	Name: Ronald S. Kochman, Esq.							
	West Palm Beach , Florida 33401							
	West Palm Beach , Florida 33401 (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.

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

A. DIRECTURS						
Chairman:	Angele Monique Lucienne Engelen					
Address: _	c/o Kochman & Braun PLC					
-	222 Lakeview Avenue, Suite 950, West Palm Beach, Florida 33401					
Vice Chair	man:					
Address:						
_						
Director:						
Address:						
-						
Director:						
Address:						
B. OFFI	CERS		Ğ			
President:	Angele Monique Lucienne Engelen	<u> 58.</u>	· · · · · · · · · · · · · · · · · · ·			
Address:	c/o Kochman & Braun PLC	33.	$\sum_{i \in \mathcal{I}_1}$	<u> </u>		
	222 Lakeview Avenue, Suite 950, West Palm Beach, Florida 33401	HIG.	``` `			
Vice Presi	dent:	955 155 155 155 155 155 155 155 155 155	က်	,		

Secretary:	Angele Monique Lucienne Engelen					
Address:	same as above					
Treasurer:						
Address:	same as above					
	•					
NOTE: If necessar byou 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. <u>Angele Monique Lucienne Engelen, President</u> (Typed or printed name and capacity of person signing application)						

COMMONWEALTH OF THE BAHAMAS IBC 08 THE INTERNATIONAL BUSINESS COMPANIES ACT 2000 (No. 45 of 2000)

CERTIFICATE OF GOOD STANDING (Section 189)

No. 123,265B

SOUTHLAKE ENTERPRISES CORP.

1. The above Company was duly (incorporated) (continued) under the provision of the International Business Companies Act 2000, (No. 45 of 2000) on the day of MARCH, 200 2 as a Company No. * of the Register of

International Business Companies.

- 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 25TH day of AUGUST, 2003

REGISTRAR GENERAL