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(Business Entity Name)

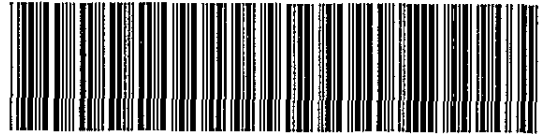
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Penalty

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Forestieri Interests Corp.
(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

Antonella Forestieri
(Name of Person)

Forestieri Interests Corp.
(Firm/Company)

15333 JFK BLVD., SUITE 825
(Address)

HOUSTON TX 77032
(City/State and Zip code)

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For further information concerning this matter, please call:

Antonella Forestieri at (281) 847-2677 x239
(Name of Person) (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

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



October 24, 2003

Diane Cushing
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Ms. Cushing:

I received your letter dated September 17, 2003 which I have included for your reference. As per our conversation, Forestieri Interests Corp. has been a registered corporation within the state of Florida since August 15, 2002. I have included a copy of those incorporation papers.

We were incorrectly advised to open a corporation within the state of Florida instead of registering our Texas corporation as a foreign profit corporation transacting business in Florida. When we called your help line, they advised us that before we can dissolve our Florida corporation, we would need to register our foreign profit corporation in the state of Florida. Therefore, I submitted this application before dissolving the corporation.

Regarding your letter with the civil penalty, we did transact business in the state of Florida in 2002, but we were a registered corporation with your state as well. Therefore, I please ask that you credit our account of this penalty.

If there are other steps that I must take prior to this one, then please let me know. I would appreciate any advice or assistance in this matter. I look forward in hearing from you soon with your decision.

Sincerely,

A handwritten signature in cursive script, appearing to read "Antonella Forestieri".

Antonella Forestieri
President

Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 17, 2003

ANTONELLA FORESTIERI
FORESTIERI INTERESTS CORP.
15333 JFK BLVD., SUITE 825
HOUSTON, TX 77032

SUBJECT: FORESTIERI INTERESTS CORP.
Ref. Number: W03000026592

We have received your document for FORESTIERI INTERESTS CORP. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

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) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 603A00051550

**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. Forestieri Interests 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. Texas 3. 760548971
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 25, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. August 15, 2002 (under charter number POA-88696)
(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. 1800 Eller Drive, Suite 101 Hollywood FL 33316
(Principal office address)

1800 Eller Drive, Suite 101 Hollywood FL 33316
(Current mailing address)

8. Seller of Travel / Travel Agency
(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: Antonella Forestieri

Office Address: 1800 Eller Drive, Ste 101
Hollywood, Florida 33316
(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.

Antonella Forestieri
(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. DIRECTORS

Chairman: Antonella Forestieri
Address: 6414 Eaglewood Green Ln.
Spring TX 77379

Vice Chairman: _____
Address: _____

Director: Matthew Forestieri
Address: 6414 Eaglewood Green Ln.
Spring TX 77379

Director: _____
Address: _____

B. OFFICERS

President: Antonella Forestieri
Address: 6414 Eaglewood Green Ln.
Spring TX 77379

Vice President: Matthew Forestieri
Address: 6414 Eaglewood Green Ln.
Spring TX 77379

Secretary: Antonella Forestieri
Address: 6414 Eaglewood Green Ln. Spring TX 77379

Treasurer: Antonella Forestieri
Address: 6414 Eaglewood Green Ln. Spring TX 77379

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

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

14. Antonella Forestieri
(Typed or printed name and capacity of person signing application)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Gwyn Shea
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for FORESTIERI INTERESTS CORP. (filing number: 146181600), a Domestic Business Corporation, was filed in this office on September 25, 1997.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on June 25, 2003.

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Handwritten signature of Gwyn Shea in cursive script.

Gwyn Shea
Secretary of State

Come visit us on the internet at <http://www.sos.state.tx.us/>

PHONE(512) 463-5555
Prepared by: SOS-WEB

FAX(512) 463-5709

TTY7-1-1