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## FOREIGN PROFIT QUALIFICATION

### DELONE ENTERPRISES CORP.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H052000486093

# 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. Delone Enterprises Corp.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Republic of Panama 3. None  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 23, 1995 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2800 Post Oak Blvd., Suite 5310, Houston, Texas 77056  
(Principal office address)
- 2800 Post Oak Blvd., Suite 5310, Houston, Texas 77056  
(Current mailing address)

8. Real Estate Management  
(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 NOT acceptable)

Name: Capitol Corporate Services, Inc.

Office Address: 1333 N. Duval

Tallahassee, Florida 32303  
(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.

Bayle Wendle, asst. sec.  
(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:

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TALLAHASSEE, FLORIDA

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**A. DIRECTORS**Chairman: Omar MegerisiAddress: 2800 Post Oak Blvd., Suite 5310Houston, Texas 77056

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

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

Director: Masaud BaabaAddress: 2800 Post Oak Blvd., Suite 5310Houston, Texas 77056Director: Edward E. HartlineAddress: 2800 Post Oak Blvd., Suite 5310Houston, Texas 77056**B. OFFICERS**President: Omar M. MegerisiAddress: 2800 Post Oak Blvd., Suite 5310Houston, Texas 77056Vice President: Edward E. HartlineAddress: 2800 Post Oak Blvd., Suite 5310Houston, Texas 77056Secretary: Edward E. HartlineAddress: 2800 Post Oak Blvd., Suite 5310, Houston, Texas 77056Treasurer: Omar M. MegerisiAddress: 2800 Post Oak Blvd., Suite 5310, Houston, Texas 77056

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

13. Edward E. Hartline  
(Signature of Director or Officer listed in number 12 of the application)14. Edward E. Hartline, Vice President  
(Typed or printed name and capacity of person signing application)FILED  
2005 FEB 25 A 9 14  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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H05D00048609 3

[SEAL]

REPUBLIC OF PANAMA  
PUBLIC REGISTRY OF PANAMA

RE: APPLICATION NO. 797359

CERTIFIES

----- THAT THE CORPORATION -----

DELONE ENTERPRISES CORP.  
IS REGISTERED IN FICHE NO. 299956 ROLL NO. 45408 IMAGE NO. 44 AS OF  
THE TWENTY THIRD OF MARCH, NINETEEN HUNDRED NINETY FIVE.

- THE CORPORATION IS CURRENT

- ITS DIRECTORS ARE:

- 1) OMAR M. MEGERISI
- 2) ELKE LENHERR-TOEDTLI
- 3) EDWARD E. HARTLINE
- 4) NORA M. ZINDEL
- 5) MASAUD BABAA
- 6) HAZEM O. MEGERISI

- ITS OFFICERS ARE:

|                     |                      |
|---------------------|----------------------|
| PRESIDENT           | OMAR M. MEGERISI     |
| VICE PRESIDENT      | ELKE LENHERR-TOEDTLI |
| TREASURER           | OMAR M. MEGERISI     |
| SECRETARY           | ELKE LENHERR-TOEDTLI |
| VICE PRESIDENT      | EDWARD E. HARTLINE   |
| VICE PRESIDENT      | NORA M. ZINDEL       |
| VICE PRESIDENT      | MASAUD BABAA         |
| VICE PRESIDENT      | HAZEM O. MEGERISI    |
| ASSISTANT SECRETARY | EDWARD E. HARTLINE   |

ISSUED AND SIGNED IN THE PROVINCE OF PANAMA, ON THE FOURTEENTH  
OF JANUARY, TWO THOUSAND FIVE AT 06:12:11 P.M.

NOTE: THIS CERTIFICATE PAID FEES

IN THE AMOUNT OF \$30.00

RECEIPT NUMBER 797359

CERTIFICATE NO.: S. ANONYMOUS - 619510

DATE: FRIDAY, JANUARY 14, 2005

//ELQUI//

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2005 FEB 25 A 9 04

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21/05/2005 14:00:00

FROM : FLORIDA FILING

FAX NO. : 8506683398

Feb. 25 2005 04:03PM P5

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[ROUND STAMPED SEAL: REPUBLIC OF PANAMA, PUBLIC REGISTRY OF  
PANAMA

[SIGNED]  
LUIS E. CHEN G.  
CERTIFIER

FILED

2005 FEB 25 A 9:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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February 21, 2005  
Translator's Statement

I declare the foregoing is a true translation into English of the original Spanish document regarding the registration of DELONE ENTERPRISES CORP.

*Elizabeth D. Langley*  
Elizabeth D. Langley, Translator  
Certified by the American Translators Association



The State of Texas 8

County of Harris 5

Before me, a Notary Public, on this day personally appeared Elizabeth D. Langley, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.

Given under my hand and seal of office this 21 day of February, 2005.



*Kay Parkerson*  
My commission expires 9-30-2007

2005 FEB 25 A 9 04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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/ ELQUI

REPUBLICA DE PANAMA

PAG. 1

## REGISTRO PUBLICO DE PANAMA

CON VISTA A LA SOLICITUD 787359  
CERTIFICA

QUE LA SOCIEDAD :

ELONE ENTERPRISES CORP.

SE ENCUENTRA REGISTRADA EN LA FICHA: 299956 ROLLO: 45408 IMAGEN: 44  
SEDE EL VEINTITRES DE MARZO DE MIL NOVECIENTOS NOVENTA Y CINCO,

QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS DIRECTORES SON:

- 1 ) OMAR M. MEGERISI
- 2 ) ELKE LENHERR-TOEDTLI
- 3 ) EDWARD E. HARTLINE
- 4 ) NORA M. ZINDEL
- 5 ) MASAUD BABBA
- 6 ) HAZEM O. MEGERISI

QUE SUS DIGNATARIOS SON:

PRESIDENTE  
VICE-PRESIDENTE  
TESORERO  
SECRETARIO  
VICE-PRESIDENTE  
VICE-PRESIDENTE  
VICE-PRESIDENTE  
VICE-PRESIDENTE  
SECRETARIO ASISTENTE

: OMAR M. MEGERISI  
: ELKE LENHERR-TOEDTLI  
: OMAR M. MEGERISI  
: ELKE LENHERR-TOEDTLI  
: EDWARD E. HARTLINE  
: NORA M. ZINDEL  
: MASAUD BABBA  
: HAZEM O. MEGERISI  
: EDWARD E. HARTLINE

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA, EL CATORCE DE ENERO  
DEL DOS MIL CINCO A LAS 06:12:11, P.M.OTA: ESTA CERTIFICACION PAGO DERECHOS  
POR UN VALOR DE B/. 30.00

COMPROBANTE NO. 787359

NO. CERTIFICADO: 3. ANONIMA - 618510

FECHA: Viernes 14, Enero DE 2005

// ELQUI //

LUIS E. CHEN G.  
CERTIFICADOR

HASTA MARZO 2