

To: '+1 (850) 205-0383'
Subject:

From: Patricia Block
Date: Tuesday, September 28, 2005 4:38 PM Page: 1 of 4

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Florida Department of State
Division of Corporations
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FOREIGN PROFIT QUALIFICATION

215 CELEBRATION PLACE, INC.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

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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. 215 Celebration Place, Inc.
(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. California 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 23, 2005 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. 4400 MacArthur Blvd., Suite 720, Newport Beach, CA 92660
(Principal office address)

4400 MacArthur Blvd., Suite 720, Newport Beach, CA 92660
(Current mailing address)

8. Real Estate investment
(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: NRAI Services, Inc.

Office Address: 2731 Executive Park Drive, Suite 4

Weston, Florida 33331
(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.

NRAI Services, Inc.

By:  Paul J. Hagan, Assistant Secretary
(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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A. DIRECTORS

Chairman: William Harris

Address: 4400 MacArthur Blvd., Suite 720

Newport Beach, CA 92660

Vice Chairman: _____

Address: _____

Director: James Bell

Address: 4400 MacArthur Blvd., Suite 720

Newport Beach, CA 92660

Director: Michael Everly

Address: 4400 MacArthur Blvd., Suite 720

Newport Beach, CA 92660

B. OFFICERS

President: James Bell

Address: 4400 MacArthur Blvd., Suite 720

Newport Beach, CA 92660

Vice President: _____

Address: _____

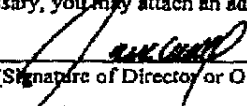
Secretary: Michael Everly

Address: 4400 MacArthur Blvd., Suite 720, Newport Beach, CA 92660

Treasurer: Michael Everly

Address: 4400 MacArthur Blvd., Suite 720, Newport Beach, CA 92660

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. James Bell, President
(Typed or printed name and capacity of person signing application)

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**State of California
Secretary of State**

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the 23RD day of AUGUST, 2005, 215 CELEBRATION PLACE, INC. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of August 25, 2005.

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BRUCE McPHERSON
Secretary of State