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2005 OCT 27 P 1:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

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MAIL

(Business Entity Name)

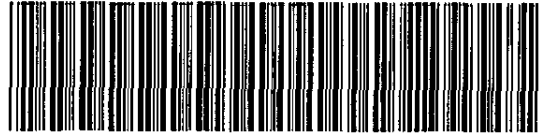
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**COVER LETTER**

**FILED**

**TO:** Registration Section  
Division of Corporations

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**SUBJECT:** FRAPAG New England Realty, Inc.  
(Name of corporation - must include suffix)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

John Zehmer

(Name of Person)

Korn & Zehmer, P.A.

(Firm/Company)

822 A1A North, Suite 315

(Address)

Ponte Vedra Beach, Florida 32082

(City/State and Zip code)

For further information concerning this matter, please call:

John Zehmer

(Name of Person)

at ( 904 ) 280-0005

(Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**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

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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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.

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1. FRAPAG New England Realty, Inc.

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

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

2. Massachusetts 3. 04-3022528  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/14/88 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 10748 Deerwood Park Blvd. South, Suite 156, Jacksonville, FL 32256  
(Principal office address)

same as above  
(Current mailing address)

8. Real Estate Ownership and Operation  
(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)

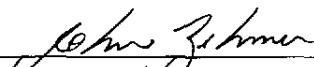
Name: John Zehmer

Office Address: 822 A1A North, Suite 315

Ponte Vedra Beach, Florida 32082  
(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. DIRECTORS**

Chairman: Michael Kaufmann

Address: Berggasse 7  
1090 Vienna, Austria

Vice Chairman: Ewald Nageler

Address: Berggasse 7  
1090 Vienna, Austria

Director: Johann Steinbrecher

Address: Berggasse 7  
1090 Vienna, Austria

Director: Gert Schumann

Address: 822 A1A North, Suite 315  
Ponte Vedra Beach, FL 32082

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**B. OFFICERS**

President: John Zehmer

Address: 822 A1A North, Suite 315  
Ponte Vedra Beach, FL 32082

Vice President: Gert Schumann

Address: 822 A1A North, Suite 315  
Ponte Vedra Beach, FL 32082


Secretary: Travis Moore

Address: 10748 Deerwood Park Blvd. South, Suite 156, Jacksonville, FL 32256

Treasurer: John Zehmer

Address: 822 A1A North, Suite 315, Ponte Vedra Beach, FL 32082

**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. John Zehmer  
(Typed or printed name and capacity of person signing application)

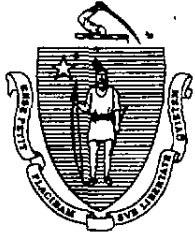
**Election of Officers:**

President	John Zehmer
Executive Vice President	Gert Schumann
Vice President	Travis Moore
Treasurer	John Zehmer
Secretary	Travis Moore

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Board of Directors:**

Michael Kaufmann  
Ewald Nageler  
Johann Steinbrecher  
Gert Schumann  
John Zehmer



*The Commonwealth of Massachusetts*  
*Secretary of the Commonwealth*  
*State House, Boston, Massachusetts 02133*

**William Francis Galvin**  
Secretary of the  
Commonwealth

**October 20, 2005**

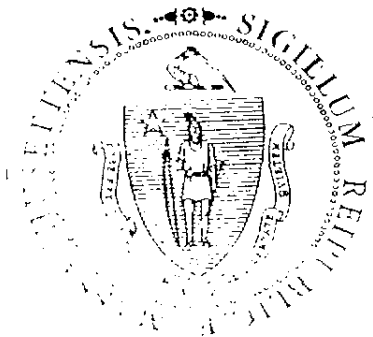
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

**FRAPAG NEW ENGLAND REALTY, INC.**

is a domestic corporation organized on **September 14, 1988**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,  
I have hereunto affixed the  
Great Seal of the Commonwealth  
on the date first above written.

*William Francis Galvin*  
Secretary of the Commonwealth