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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

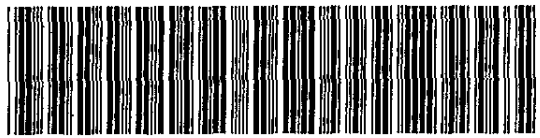
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Properties and Palm Seas INC
(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:

J. Leverette
(Name of Person)
Properties and Palm Seas INC
(Firm/Company)
#129 - 2505 Thonotosassa Rd
(Address)
Plant City, FL 33563
(City/State and Zip code)

For further information concerning this matter, please call:

J. Leverette at (336) 913-3143
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 23, 2006

J. LEVERETTE
PROPERTIES AND PALM SEAS INC
2505 THONOTOSASSA RD. #129
PLANT CITY, FL 33563

SUBJECT: PROPERTIES AND PALM SEAS INC
Ref. Number: W06000014089

We have received your document for PROPERTIES AND PALM SEAS INC and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return a copy of this letter, with *submit back p fee* 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist

Letter Number: 906A00019906

See attached from State of Delaware

fax 302-739-3812

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. Properties and Palm Seas INC
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co.," or "Corp.")

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

2. Delaware 3. 51-045 0904
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/2003 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. No transactions
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. #129-2505 Thonotosassa, Plant City, FL 33563
(Principal office address)

#129-2505 Thonotosassa, Plant City, FL 33563
(Current mailing address)

8. Real Estate
(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: J. Levertette

Office Address: 6101 IKE Smith Rd

Plant City, Florida 33565
(City) (Zip code)

FILED
06 APR 25 AM 8:25
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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.

J. Levertette
(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: J. Phillips Smith

Address: #129-2505 Thonotosassa Rd, Plant City, FL 33566

Vice Chairman: _____

Address: _____

Director: Kelby McColister

Address: #129-2505 Thonotosassa Rd, Plant City, FL 33563

Director: Jackie McColister

Address: #129-2505 Thonotosassa Rd, Plant City, FL 33563

B. OFFICERS

President: B. J. Smith

Address: #129-2505 Thonotosassa Rd, Plant City, FL 33563

Vice President: _____

Address: _____

Secretary: J. P. Leverette

Address: #129-2505 Thonotosassa Rd, Plant City, FL 33563

Treasurer: J. R. Leverette

Address: #129-2505 Thonotosassa Rd, Plant City, FL 33563

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

13. J. Phillips Smith

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

14. J. Phillips Smith

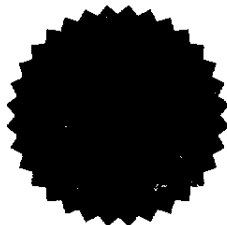
(Typed or printed name and capacity of person signing application)

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROPERTIES AND PALM SEAS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF APRIL, A.D. 2006.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3626427 8300

AUTHENTICATION: 4659314

060310784

DATE: 04-11-06