F07000004416

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

J. Stivers SEP 04 2007

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Hendricks Investments Corporation S.A.
(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:

Michael G. Tombari
(Name of Person)

American Realty Investors
(Firm/Company)

11811 North Freeway, Suite 300
(Address)

Houston, Tx 77060
(City/State and Zip code)

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For further information concerning this matter, please call:

Michael G. Tombari at (281) 820-0747
(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

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. Hendricks Investments Corporation S.A.
(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. Panama
(State or country under the law of which it is incorporated)

3. 98-0513505
(FEI number, if applicable)

4. March 18, 2005
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. May 31, 2007
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 11811 North Freeway, Suite 300 Houston, Texas 77060
(Principal office address)

11811 North Freeway, Suite 300 Houston, Texas 77060
(Current mailing address)

8. Residential Real Estate
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Gordon B. Tangman

Office Address: 7821 North Dale Mabry Highway #110

Tampa, Florida 33614-3201
(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.

Gordon B. Tangman
(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: Fausto C. Rusca

Address: Via Maggio 1 CH-6900

Lugano, Switzerland

Vice Chairman: ______

Address: ______

______

Director: ______

Address: ______

______

Director: ______

Address: ______

______

B. OFFICERS

President: Fausto C. Rusca

Address: Via Maggio 1 Ch-6900

Lugano, Switzerland

Vice President: Kenneth L. Hatfield

Address: 11811 North Freeway, Suite 300

Houston, Texas 77060

Secretary: Michael G. Tombari

Address: 11811 North Freeway, Suite 300 Houston, Texas 77060

Treasurer: ______

Address: ______

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. Michael G. Tombari Secretary

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

5091
1707
REPUBLICA DE PANAMA
* TIMBRE NACIONAL *
≋002.00
28 08 07
P.B. 0998

REPUBLICA DE PANAMA

REGISTRO PUBLICO DE PANAMA

No. 594514

PAG: 1
/ / MIGO / /

C E R T I F I C A

CON VISTA A LA SOLICITUD 07 - 108690

QUE LA SOCIEDAD :

HENDRICKS INVESTMENTS CORPORATION S.A.

SE ENCUENTRA REGISTRADA LA FICHA: 480012 DOC. 730476 DESDE EL

DIECIOCHO DE MARZO DE DOS MIL CINCO,

QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS SUSCRIPTORES SON:

1- LUIS ALBERTO LAGUNA

2- ALGIMIRO VILLAMIL

QUE SUS DIRECTORES SON:

FAUSTO RUSCA

CESAR ANTONIO TRUJILLO

AVV LUISA GIANELLA

QUE SUS DIGNATARIOS SON:

PRESIDENTE : FAUSTO RUSCA

VICE PRESIDENTE : KEN HATFIELD

TESORERO : NO CONSTA

SECRETARIO : MIKE TOMBARI

QUE SU DURACION ES PERPETUA

QUE SU DOMICILIO ES PANAMA

* *

ARTICULO DOCE: FACULTAD PARA REPRESENTAR Y COMPROMETER A LA SOCIEDAD:

LOS SEÑORESB FAUSTO RUSCA Y AVV LUISA GIANELLA, TENDRAN FACULTAD DE

REPRESENTAR LA SOCIEDAD CON DERECHO DE FIRMA INDIVIDUAL.

QUE ES UNA SOCIEDAD ANONIMA DEBIDAMENTE INSCRITA BAJO LAS LEYES DE LA

REPUBLICA DE PANAMA.

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA, EL VEINTISIETE DE AGOSTO

DEL DOS MIL SIETE A LAS 02:11:42 P.M.

NOTA: ESTA CERTIFICACION PAGO DERECHOS

POR UN VALOR DE B/. 30.00

COMPROBANTE NO. 07 - 108690

NO. CERTIFICADO: S. ANONIMA - 939890

FECHA: Lunes 27, Agosto DE 2007

/ / MIGO / /

LUIS CHEN,

CERTIFICADOR

REGISTRO PUBLICO DE PANAMA

APOSTILLE

(Convention de la Haye du 5 octobre 1961)

1. País: PANAMA

El presente documento público

2. ha sido firmado por

3. quien actúa en calidad de

4. y está revestido del sello / timbre de

CERTIFICADO

5. en Panamá

6. el día 28 AGO 2007

7. por DIRECCION ADMINISTRATIVA

8. Bajo el número 18914

9. Sello / timbre

10. Firma

DEPTO. DE CERTIFICACIONES
MINISTERIO DE GOBIERNO Y JUSTICIA

Esta Autorización no implica responsabilidad en cuanto al contenido del documento

REPUBLIC OF PANAMA
PUBLIC REGISTRY OF PANAMA
IN VIEW OF A REQUEST: 07-108690
CERTIFIES:

That the Corporation **HENDRICKS INVESTMENTS CORPORATION S.A.** is registered at Card 480012, Document 750476 since March eighteen, Two Thousand Five.
That this Corporation is in force.

That the subscribers are:

1. – LUIS ALBERTO LAGUNA
2. – ALGIMIRO VILLAMIL

That its Directors are:

1.- FAUSTO RUSCA
2.- CESAR ANTONIO TRUJILLO
3.- AVV. LUISA GIANELLA

That its Officers are:

President:	FAUSTO RUSCA
Vice-President:	KEN HATFIELD
Treasurer:	NOT CERTAIN
Secretary:	MIKE TOMBARI

That its existence is perpetual
That its domicile is Panama.

Article Twelve: Signature Right: Messrs. Fausto Rusca and Avv. Luisa Gianella are empowered to represent the corporation with individually signature.
That it is a corporation duly constituted under the Laws of the Republic of Panama.

Issued and signed in the City of Panama, on August Twenty Seven, two thousand seven, at 02:11:42 P.M.

Note: *This certificate paid the tax stamp in the amount of B/.30.00*
Voucher No. 07- 108690
CERTIFICATE No.: CORPORATION - 939890
Date: Monday, August 27, 2007
//MIGO//
(Sgd.) Ilegible., Luis Chen.- Attesting Officer.
Seal of the Public Registry Office - Certification Department.

APOSTILLE
The Hague Convention of October 5, 1961
1. – Country Panama .