

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: JAMES DOWNTON LIMITED

(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:

G. STEVEN BROWN

(Name of Person)

HENDRY, STONER, CALANDRINO & BROWN, P.A.

(Firm/Company)

20 N. ORANGE AVENUE, SUITE 600

(Address)

ORLANDO, FLORIDA 32801

(City/State and Zip code)

For further information concerning this matter, please call:

G. STEVEN BROWN at (407) 843-5880

(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

October 31, 2007

G. STEVEN BROWN
20 N. ORANGE AVE STE 600
ORLANDO, FL 32801

SUBJECT: JAMES DOWNTON LIMITED
Ref. Number: W07000053731

We have received your document for JAMES DOWNTON LIMITED and your check(s) totaling \$587.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$150.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II

Letter Number: 707A00063657

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 NOV - 7 PM 4: 06

FILED

1. JAMES DOWNTON LIMITED COMPANY

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

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

2. UNITED KINGDOM

(State or country under the law of which it is incorporated)

3. 98-0515425

(FEI number, if applicable)

4. FEBRUARY 17, 2004

(Date of incorporation)

5. PERPETUAL

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

6. APRIL 6, 2006

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

7. BASEMENT, 35A RUSSELL ROAD, LONDON, W14 8HU, UNITED KINGDOM

(Principal office address)

BASEMENT, 35A RUSSELL ROAD, LONDON, W14 8HU, UNITED KINGDOM

(Current mailing address)

8. REAL ESTATE INVESTMENT AND RENTAL

(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: HENDRY, STONER, CALANDRINO & BROWN, P.A.

Office Address: 20 N. ORANGE AVENUE, SUITE 600

ORLANDO, Florida 32801
(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.

Hendry, Stoner, Calandrino & Brown, P.A.

By: [Signature]

(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: PETA CURTIS
Address: BASEMENT, 35A RUSSELL ROAD, LONDON, W14 8HU, UNITED KINGDOM

Vice Chairman: NONE

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: PETA ANN CURTIS
Address: BASEMENT, 35A RUSSELL ROAD, LONDON, W14 8HU, UNITED KINGDOM

Vice President: NONE

Address: _____

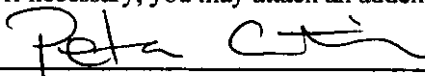
Secretary: JESSICA HOBBS

Address: BASEMENT, 35A RUSSELL ROAD, LONDON, W14 8HU, UNITED KINGDOM

Treasurer: NONE

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. PETA ANN CURTIS
(Typed or printed name and capacity of person signing application)



THE COMPANIES ACT 1985

Company No. **5045854**

2007 NOV - 7 PM 4: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The Registrar of Companies for England and Wales hereby certifies that

JAMES DOWNTON LIMITED was incorporated under the Companies Act 1985 as a limited company on 17th February 2004.

The Registrar further certifies that according to the documents on the file of the company:-

- a) **PETA ANN CURTIS** is the director of the company,
- b) **JESSICA HOBBS** is the secretary of the company,
- c) the situation of the registered office is **SWALE FOLLY, DODDINGTON, SITTINGBOURNE, KENT ME9 0BG,**
- d) **PETA ANN CURITS** is the shareholder of the company.

According to the documents on the file of the company in the custody of the Registrar of Companies, the company has been in continuous and unbroken existence since the date of its incorporation.

No action is currently being taken by the Registrar of Companies for striking the company off the register and dissolving it as defunct, and as far as the Registrar is aware:-

- a) the company is not in liquidation or subject to an administration order, and
- b) no receiver or manager of the company's property has been appointed.

Given at Companies House, Cardiff the **10th October 2007**

S MCDONALD
for the Registrar of Companies

This certificate records the result of a search of the information recorded and kept by the Registrar of Companies. This information is derived from documents sent by companies or their authorised representatives that are accepted in good faith without verification by the Registrar. Accordingly, the Registrar is not able to and does not warrant in any way the accuracy or completeness of the information searched.

