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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

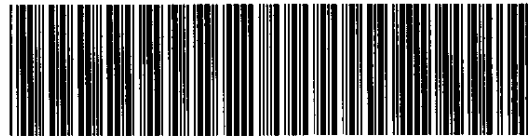
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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THERREL BAISDEN, P.A.

ATTORNEYS AT LAW

SUNTRUST INTERNATIONAL CENTER

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CATCHINGS THERREL (1890 - 1971)
FRED R. BAISDEN (1903 - 1971)
LEO ROSE, JR. (1917 - 1998)
FRED R. STANTON (1924-2009)

November 24, 2010

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

**Re: Bluefountain Limited
File No.: 210163**

Dear Sir/Madam:

Enclosed please find an Application by Foreign Corporation for Authorization to Transact Business in Florida regarding the above captioned corporation. Also enclosed is a check in the of amount of \$78.75 to cover the fees.

If you have any questions or concerns, please feel free to contact our office.

Very truly yours,

THERREL BAISDEN, P.A.

By: 

Jonathan Feuerman JCB

JF:tcb
Enclosures

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Bluefountain 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," or "Certificate of Good Standing" 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:

c/o Jonathan Feuerman, Esq.

Name of Person

Therrel Baisden, P.A.

Firm/Company

One SE Third Avenue, Suite 2950

Address

Miami, FL 33131

City/State and Zip code

jfeuerman@therrelbasiden.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jonthan Feuerman, Esq. at (305) 371-5758

Name of Person

Area Code & Daytime Telephone Number

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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. Bluefountain Limited Corporation
(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. Island of Nevis 3. 98-0680483
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 12, 2008 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. Therrel Baisden, P.A., c/o Jonathan Feuerman, Esq.
(Principal office address)
One SE Third Avenue, Suite 2950, Miami, FL 33131
(Current mailing address)

8. Wholesale Jewelry Business
(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)

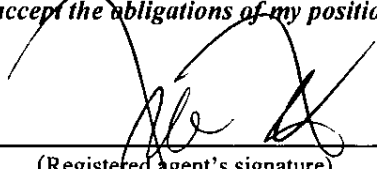
Name: Jonathan Feuerman, Esq.

Office Address: One SE Third Avenue, Suite 2950

Miami, Florida 33131
(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.

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TALLAHASSEE, FLORIDA

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Moises Wahnou

Address: One SE Third Avenue, Suite 2950
Miami, FL 33131

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

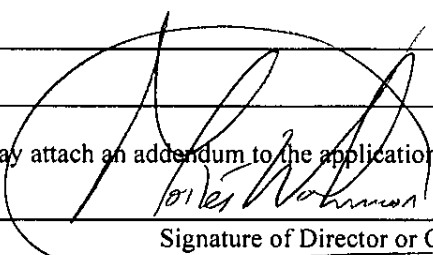
Address: _____

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

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Moises Wahnou, as Director

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

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TALLAHASSEE, FLORIDA

Certificate of Incumbency

Name of Company Bluefountain Limited

Incorporation Date June 12, 2008

Registered Agent: Morning Star Holdings Limited

Registered Address: P.O. Box 556, Main Street, Charlestown, Nevis

Current Director

<u>Name</u>	<u>Date of Appointment</u>
Mr. Moises Wahnon - Director	May 17, 2010

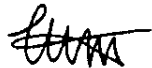
MORNING STAR HOLDINGS LIMITED, being the Registered Agent of the above Company, hereby certify that according to our records the above information is correct.

Charlestown, Nevis, W.I.

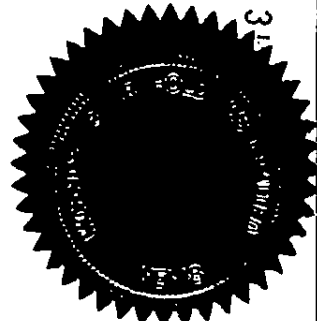
This 27th day of May 2010



Conrad L. Smithen, Authorized Signatory
MORNING STAR HOLDINGS LIMITED



Tracey Williams-Morton, Authorized Signatory
MORNING STAR HOLDINGS LIMITED

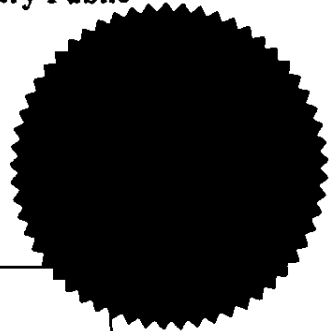


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REGISTRAR OF COMPANIES
FALLAHASSEEFLOOR

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SS: On this 27th day of May 2010, before me personally came, Tracey Williams-Morton and Conrad L. Smithen known to me to be the individuals who executed the foregoing instrument and they duly acknowledged to me that the execution thereof was their acts and deeds.


Notary Public



APOSTILLE

(Convention de La Haye de 5 Octobre 1961)

1. Country: St. Christopher and Nevis

This public document

2. has been signed by C. Marissa Hobson

3. acting in the capacity of Notary Public

4. bears the seal/stamp of C. Marissa Hobson

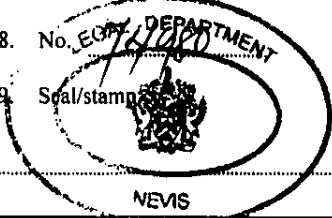
Notary Public, St. Christopher and Nevis

Certified

5. at Charlestown 6. The 27/5/10

7. by Patrice Nisbett, Legal Advisor

8. No. 741080 EGYPT DEPARTMENT

9. Seal/stamp 

10. Signature: 

NEVIS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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