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November 8, 1994

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

WJH-24471

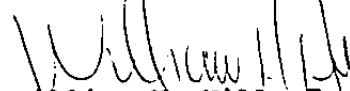
SUBJECT: TRANSATLANTIC INTERNATIONAL, INC.

TO WHOM IT MAY CONCERN:

Please find an original of the application to register subject foreign corporation so that this entity will be authorized to transact business in the State of Florida. A check in the amount of \$70.00 is enclosed to cover the Filing Fee and Registered Agent Designation.

CONTACT PERSON: William H. Hill Jr., Esq.
2106 Sawgrass Village
Ponte Vedra Beach, FL. 32082
(904) 285-5576
(904) 285-5577 (FAX)

Very truly yours,


William H. Hill, Jr.

WHH/lj

Enc. Check #290 for \$70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN -4 PM 2:26
mtm



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 14, 1994

WILLIAM H. HILL JR.
2106 SAWGRASS VILLAGE
PONTE VEDRA BEACH, FL 32082

SUBJECT: TRANSATLANTIC INTERNATIONAL, INC.
Ref. Number: W94000024471

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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We have received your document for TRANSATLANTIC INTERNATIONAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Number 6 of the application must be completed. If the corporation has not transacted business or conducted its affairs in Florida because it has not received confirmation from this office, please insert the words "upon qualification" in lieu of a date.

A certificate of existence, 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 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 (904) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 094A00049484

**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. TRANSCATLANTIC INTERNATIONAL, INC.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. BARBADOS
(State or country under the law of which it is incorporated)
3. JULY 31ST, 1944
(Date of Incorporation)
4. Perpetual
(Duration)
5. N/A
(Federal Employer Identification number, if applicable)
6. upon qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. P.O. BOX N-3999 PROVIDENCE HOUSE (EAST HILL STREET), NASSAU, BARBADOS
(Current mailing address)

8. SUBLEASE OF PROPERTY
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: DAVID GUEROL
Address: P.O. BOX N-3999 PROVIDENCE HOUSE (EAST HILL STREET)
NASSAU, BARBADOS

Vice Chairman: _____
Address: _____

Director: DAVID GUEROL
Address: P.O. BOX N-3999 PROVIDENCE HOUSE (EAST HILL STREET)
NASSAU, BARBADOS

Director: _____
Address: _____

B. Officers:

President: _____
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

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10. Name and Street address of Florida registered agent:

Name: LWS AGROQUIN
Office Address: 80 SW 8TH STREET, SUITE 2000
MIAMI, Florida 33130
Zip Code

11. 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: _____

12. 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.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. DAVID J. PEREZ CHAIRMAN
(Name and capacity of person signing application)

COMMONWEALTH OF THE BAHAMAS
THE INTERNATIONAL BUSINESS COMPANIES ACT (1990)

IBC 08

CERTIFICATE OF GOOD STANDING

(Section 11)

No. 24,496B

TRANS-ATLANTIC INTERNATIONAL, INC.

I, TANYA R. SCAVELLA.....Acting Assistant Registrar General of the
Commonwealth of The Bahamas DO HEREBY CERTIFY:

1. The above Company was duly (incorporated) (continued) under the provision of the International Business Companies Act (No. 2 of 1990) on the 8th July 1994 as a Company No. 24,496B of the Register of International Business Companies.
2. The name of the Company is still on the Register of the International Business Companies and the Company has paid all fees, licence fees and penalties due and payable under the provisions of Sections 102 and 103 of the said Act.
3. The Company has not submitted to me Articles of Merger or Consolidation that have not yet been effective.
4. The Company has not submitted to me Articles of Arrangement that has not yet become effective.
5. The Company is not in the process of being wound up and dissolved.
6. No proceedings have been instituted to strike the name of the Company off the said Register.
7. In so far as is evidenced by the documents filed with me the Company is in good legal standing.

Given under my hand and seal
at Nassau in the Common-
wealth of The Bahamas this
24th day of

November 1994

Tanya R. Scavella
.....
ACTING ASSISTANT REGISTRAR GENERAL

FILED
SECRETARY OF STATE
JAN-4 PM 2:26
OFFICE OF REGISTRARS