

# F95000000250

**CORPORATE  
ACCESS,  
INC.**

1116-D Thomasville Road  
Mount Vernon Square  
Tallahassee, Florida 32303  
(904) 222-2666  
(904) 222-1666 (Fax)  
(800) 969-1666

**GLINDA P. BENNETT**  
Personal Representative

200001381552  
-01/17/95--01043--003  
\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. BASael Hotels Limited U.S.A. Corporation  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS  
95 JAN 17 AM 11:12

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:

1. Rafael Hotels Limited U S A Corporation  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. New York 3. 13-3394524  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 9, 1987 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January, 1995  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 126 E. 36th Street  
New York, New York 10016  
(Current mailing address)
8. Operation of Luxury Hotels  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:  
Name: Corporate Access Inc.  
Office Address: 11166-D Thomasville Road  
Tallahassee, Florida, 32303  
(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.*  
Dennis Bennett - pres.  
(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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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: John Grafe

Address: 126 E. 36th Street  
New York, New York 10016

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Adrian Zecha

Address: 126 E. 36th Street  
New York, New York 10016

Director: Anwar Al-Umami

Address: 126 E. 36th Street  
New York, New York 10016

B. OFFICERS

President: John Grafe

Address: 126 E. 36th Street  
New York, New York 10016

Vice President: John Grafe

Address: 126 E. 36th Street  
New York, New York 10016

Assistant Secretary: Daniel E. Cohn

Address: 235 Montgomery, Suite 3000  
San Francisco, CA 94104

Treasurer: Robert Nak

Address: 126 E. 36th Street  
New York, New York 10016

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

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Daniel E. Cohn, Assistant Secretary

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

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State of New York | ss:  
Department of State

I hereby certify, that the certificate of incorporation of RAFAEL HOTELS LIMITED USA was filed 02/09/1987, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

The Statement of Addresses and Directors is past due.

I further certify, that no other certificates have been filed by such corporation.

\*\*\*

Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 11th day of January  
one thousand nine hundred and  
ninety-five.

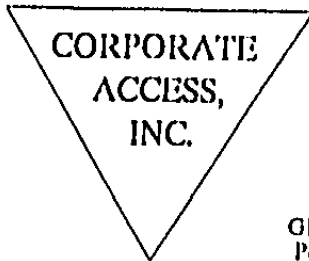
*Alexander F. Treachwell*

Secretary of State

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GLINDA P. BENNETT  
Personal Representative

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-01/25/95--01084--011  
\*\*\*\*\*52.50 \*\*\*\*\*52.70  
500001389465  
-01/20/95--01021--001  
\*\*\*\*\*52.00 \*\*\*\*\*35.00

OFFICE USE ONLY

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☒ Walk in ☒ Pick up time 1-20/1100 ☒ Certified Copy  
Glinda  
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<input type="checkbox"/>	Other

Examiner's Initials

AFFIDAVIT

STATE OF CALIFORNIA )  
 ) ss.  
COUNTY OF SAN FRANCISCO )

Frank E. Farella, being duly sworn, states:

The following persons are elected to serve as directors and officers of Rafael Hotels Limited U.S.A. until their successors shall be elected and qualified:

NAME

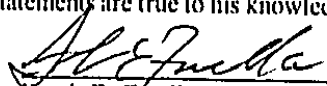
OFFICE

Jens Grafe  
Georg R. Rafael  
Maxwell Dickens  
Frank E. Farella

President and Director  
Director  
Chief Financial Officer  
Assistant Secretary

This affidavit is being made as an amendment to the attached Application By Foreign Corporation For Authorization To Transact Business in Florida for Rafael Hotels Limited USA Corporation as filed on January 17, 1995 with the Florida Secretary of State.

Frank E. Farella states that the above statements are true to his knowledge, information and belief.

  
Frank E. Farella, Assistant Secretary

SWORN TO BEFORE ME:

 Notary Public

this 19th day of January, 1995.



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95 JAN 20 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ADDRESSES OF OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Jens Grafe	President and Director	126 E. 36th Street New York, NY 10016
Georg R. Rafael	Director	Monte-Carlo Palace Suite 72 7 Boulevard des Moulins MC 98000-MONACO
Maxwell Dickens	Chief Financial Officer	Monte-Carlo Palace Suite 72 7 Boulevard des Moulins MC 98000-MONACO
Frank E. Farella	Assistant Secretary	235 Montgomery Suite 3000 San Francisco, CA 94104

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