

# F95000000510

RONALD H. KELLS  
MELBA G. FORTUNA  
OF COUNSEL  
JEROME H. CALICA

DATE: (305) 801-0100  
HOWARD: (305) 435-4044  
FACSIMILE: (305) 801-0104

SOUTH MIAMI OFFICE  
2400 NORTH DIXIE HIGHWAY  
SUITE 105  
MIAMI, FLORIDA 33131

REPLY TO NORTH MIAMI

January 6, 1995

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314  
ATTN: Foreign Corporations

300001374053  
-01/09/95--01030--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

W95-556

To whom it may concern,

I would like to have the following two companies authorized to transact business in the State of Florida.

- 1) Breamar Holdings Ltd., a company associated under the laws of Turks and Caicos Islands
- 2) Cal-Com International. a company associated under the laws of Turks and Caicos Islands.

On behalf of these companies I have enclosed the following:

- a) A check for \$70.00 Payable to the Secretary of State.
- b) A two-page "Application by Foreign Corporation Authorization to Transact Business in Florida"
- c) A Certificate of Good Standing from the Registrar of Companies, Turks and Caicos Islands.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN 31 AM 9:43

Please mail the authorization resulting from this application to the respective companies, care of this office, at the above address.

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Thank you for your assistance.

Sincerely,

Klein and Fortune, P.A.

By:   
Ronald G. Klein, for the firm

ENCLOSURES

RGK/sbs

KLEIN AND FORTUNE, P.A.

ATTORNEYS AT LAW  
1001 NORTHEAST 125TH STREET  
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REPLY TO NORTH MIAMI

January 12, 1995

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314  
Attn: Jennifer Sindt, Document Examiner

RE: Ref. Number W95000000561 and 556  
CAL COM INTERNATIONAL COMPANY and BRAEMAR HOLDINGS LTD.  
COMPANY

Dear Ms. Sindt,

As you had requested on the telephone, in your conversation with my associate Spencer B. Siegel, enclosed you will find two (2) affidavits concerning the above listed companies.

I would appreciate any action you could take in expediting the processing of CAL COM INTERNATIONAL's application and, as written in the affidavit, the return of BRAEMAR's application so I can obtain the corrected documents and resubmit.

Thank you for your assistance in this matter.

Sincerely,

Klein and Fortune, P.A.

By:   
Ronald G. Klein, for the firm

ENCLOSURES  
RGK/sbs

KLEIN AND FORTUNE, P.A.

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MIAMI, FLORIDA 33135

REPLY TO NORTH MIAMI

January 15, 1995

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314  
ATTN: Freta Lott- Foreign Corporations

Dear Freta,

Now that I have the corrected documentation, I would like to have the following company authorized to transact business in the State of Florida:

Braemar Holdings LTD. a company associated under the laws of Turks and Caicos Islands.

Please apply the \$70.00 fee paid with the first application to this second application. The date of the filing was January 9th, 1995, and the validation number is 01-090-003.

Enclosed please find an original Certificate of Good Standing for the above company (spelled correctly). Pursuant to our conversation, regarding this filing, I am not including a new application, but request that the old one be re-filed reflecting

the corrected spelling.

Please mail the authorization resulting from this application to the above company, care of this office, at the above address.

Thank you for your assistance.

Sincerely,

Klein and Fortune, P.A.

By: 

Ronald G. Klein, for the firm

ENCLOSURES

RGK/sbs

SUBJECT: BRAEMAR HOLDINGS LTD. COMPANY Ref. Number: W95000000556

AFFIDAVIT

BEFORE ME, the undersigned authority, personally appeared NORMAN LEVINE, Registered Agent for BRAEMAR HOLDINGS LTD., COMPANY, who having been first duly sworn, under oath, deposes and says of his own personal knowledge as follows:

1. Affiant is authorized to sign on behalf of BRAEMAR HOLDINGS LTD., COMPANY.

2. The statement in the Application By Foreign Corporation for Authorization to Transact Business in Florida filed with the Florida Department of State contained erroneous information regarding the date the corporation began conducting business in the State of Florida.


3. The statement in the Application By Foreign Corporation for Authorization to Transact Business in Florida filed with the Florida Department of State, regarding the date the corporation began conducting business in the State of Florida, referred to the following activity:

1) Opening a bank account,  
which activity does not constitute transacting business within the meaning of Florida Statutes Section 607.1501(1) pursuant to Florida Statutes Section 607.1501(2)(c).

4. BRAEMAR HOLDINGS LTD., COMPANY did not conduct business or conduct affairs in Florida prior to the to the Application by Foreign Corporation for Authorization to Transact Business in Florida filed with the Florida Department of State which would subject it to penalties under Florida Statute Section 607.1502(4) or 617.1502(4).

5. BRAEMAR HOLDINGS LTD., COMPANY hereby requests that it's Application by Foreign Corporation for Authorization to Transact Business in Florida filed with the Florida Department of State, be withdrawn and returned as the supporting CERTIFICATE OF GOOD STANDING, issued by the registrar of the Turks and Caicos Islands, as well as the application itself, list an incorrect spelling of the name of the corporation as Breamar Holdings Ltd. Company. The correct spelling in the Articles of Incorporation is Braemar Holdings Ltd. Company

FURTHER YOUR AFFIANT SAYETH NAUGHT.

  
NORMAN LEVINE, Registered Agent

STATE OF FLORIDA     )  
                              ) ss  
COUNTY OF DADE     )

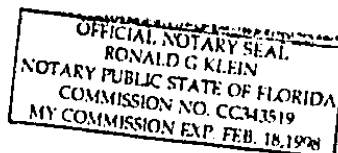
The foregoing instrument was acknowledged before me this 13 day of January 1995 by Norman Levine, who has produced a driver's license as identification and did take an oath.

Signed: 

Print: \_\_\_\_\_

Notary Public, State of Florida

My Commission Expires:



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. Bramar Holdings Ltd. "CORPANY" or "COMPANY" or "CORPORATION" or  
(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. Turks and Caicos Islands  
(State or country under the law of which it is incorporated)
3. July 7th 1994 (Date of Incorporation) 4. Perpetual  
(Duration)
5. 98-0149761  
(Federal Employer Identification number, if applicable)
6. 7/7/94  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 607.155, F.S.)
7. 11401 Biscayne Boulevard, Miami, FL 33161-3410  
(Current mailing address)
8. Owns a parcel of real estate  
(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: I.M.M. Management Ltd., a Turks and Caicos Island Company

Address: P.O. Box 260 NA  
Butterfield Square, Providenciales

Vice Chairman: AINCORP Ltd., a Turks and Caicos Islands Company

Address: P.O. Box 260 NA  
Butterfield Square, Providenciales

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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DIVISION OF CORPORATIONS  
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**D. 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.)

**10. Name and Street address of Florida registered agent:**

Name: Norman Levine  
 Office Address: Sheldon, Ribotsky & Levine  
11401 Biscayne Blvd, Florida 33161-3410  
Miami 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: \_\_\_\_\_

NORMAN LEVINE

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.

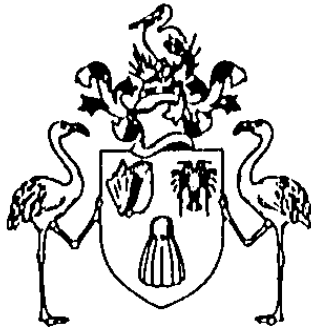
13. Timothy P. O'Sullivan  
 (Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)  
 TIMOTHY P. O'SULLIVAN

14. Timothy P. O'Sullivan for I Man Management Ltd  
 (Name and capacity of person signing application)

(Director/Chairman)

95 JAN 31 AM 9:42

FILED  
SECRETARY OF STATE  
CORPORATE RECORDS



TO WHOM IT MAY CONCERN

## Certificate of Good Standing

This is to Certify that

BRAEMAR HOLDINGS LTD

incorporated under the Companies Ordinance 1981 on the 7th day  
of July 19 94 is in good standing with this Office at  
the date hereof.

Given under my hand and seal this 17th day of January 1995

*D. Lindsay*  
DEBORAH C LINDSAY  
Registrar of Companies.  
Turks & Caicos Islands.

Registered No. E.13337

95 JAN 31 PM 9:42

DIVISION OF CORPORATIONS

