

F95000000534

WARREN W. DILL

MEMBER OF:
FLORIDA BAR
WYOMING BAR
NEBRASKA BAR

1515 U.S. HWY. 1, SUITE 201
SEBASTIAN, FLORIDA 32958
(407) 589-1212
FAX (407) 589-3212

January 26, 1995

Department of State
Division of Corporations
New Filing Section
Post Office Box 6327
Tallahassee, Florida 32314

re: Floridron (South Shores) Limited, Inc.

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Gentlemen:

I have enclosed duplicate originals of the Application by Foreign Corporation for Authorization to Transact Business in Florida, along with Check No. 2460 in the amount of \$122.50, for the filing fee of \$35.00, Designation of Registered Agent of \$35.00 and certified copy charge of \$52.50. If you find the Application acceptable, please file one set, and then stamp and send one set of the Application back to me, along with a **CERTIFIED COPY** of the Authorization to do Business in Florida with attached Certificate of Existence by Executive Officer, at the following address:

Warren W. Dill
1515 US Hwy. 1, Suite 201
Sebastian, FL 32958

Wf

Please issue a certificate of authority for Floridron (South Shores) Limited, Inc. to transact business in Florida under the name of Floridron (South Shores) Limited, Inc. and forward it to me, along with the copy and certified copy requested above.

Thanking you in advance for your assistance, I remain.

Very truly yours,

Warren W. Dill
Warren W. Dill
cc
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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PLEASE RETURN THIS 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. The name of the foreign corporation is Floridron (South Shores) Limited; however, for purposes of doing business in the State of Florida, the Corporation's name shall be Floridron (South Shores) Limited, Inc.
2. Floridron (South Shores) Limited is incorporated under the laws of Scotland, United Kingdom.
3. Floridron (South Shores) Limited was originally incorporated on January 11, 1995 and its period of duration is perpetual.
4. The street address of the principal office of Floridron (South Shores) Limited is Dunmore, Nr Tarbert, Argyll, PA29 6XS, United Kingdom.
5. The address of the Corporation's registered office in Florida is 1515 US Hwy. 1, Suite 201, Sebastian, Florida 32958 and the name of its registered agent at that office is Warren W. Dill.
6. The names and addresses of the directors of the Corporation are as follows;

A. Directors:

Leonard Ernest Sculthorp
Chairman of the Board and
Managing Director
115 St. Andrews Drive
Glasgow G41 4RA
United Kingdom

Brian M. Sculthorp
93 Trinity Road
Edinburgh EH5 3JX
United Kingdom

B. Officers:

The internal affairs for corporations organized in Scotland, United Kingdom do not provide for officers to the same extent as Florida Corporations.

7. As of this date, the Corporation has not transacted any business in this State. The Corporation does not have a Federal Employer Identification Number; however, it is anticipated that one will be applied for.
8. The Corporation anticipates that it will be engaged in real estate development business in Florida.

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9. 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 accept the duties and obligations of Section 607.0501, Florida Statutes.

Warren W. Dill
Warren W. Dill

10. 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 Executive Officer in the Office of the Registrar of Companies, which has custody of the corporate records under the laws of Scotland, United Kingdom where the Corporation is incorporated.

Floridron (South Shores) Limited

By: Brian M. Sculthorp
Brian M. Sculthorp, Director

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 10 day of October, 1995, by Warren W. Dill, who is personally known to me or who has produced N/A identification.

SEAL

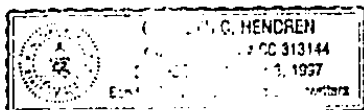


Carolyn C. Hendren
Notary Public
My Commission Expires:
My Commission Number is: CC125260

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 10 day of October, 1995, by Brian M. Sculthorp, as Director of Floridron (South Shores) Limited. He is personally known to me or has produced N/A as identification.

SEAL



Carolyn C. Hendren
Notary Public
My Commission Expires:
My Commission Number is:



Company Number 155286

I, JOHN BRUCE SCLATER, Executive Officer in the office of the Registrar of Companies HEREBY CERTIFY that FLORIDON (SOUTH SHORES) LIMITED was incorporated as a Limited Company under the Companies Act 1985 on 11 January 1995.

I FURTHER CERTIFY that according to the latest notice given by the company to the Registrar of Companies, the situation of the Registered Office is Dunmore, Nr Tarbert, Argyll, PA29 6XS.

The documents on the file of the Company in the custody of the Registrar of Companies show that the Company has been in continuous and unbroken existence since the date of its incorporation.

Furthermore no document on the file of the said Company kept by the Registrar of Companies shows, nor am I aware of the institution of, any proceedings for the winding up or liquidation of the Company or that the Company is not still in operation.

Signed by me at Edinburgh on 18 January 1995

Executive Officer

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