

F95000000778

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

800001407243
-02/15/95--01103--001
*****73.75 *****73.75

SUBJECT: INTERNATIONAL CONSULTING GROUP SA, INC.
(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", 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:

MERRITT B. HORRELL JR
(Name of Person)
INTERNATIONAL CONSULTING GROUP SA, INC
(Firm/Company)
4921 RIVERSIDE DRIVE
(Address)
CORAL SPRINGS, FL 33067
(City, State and Zip Code)

RECEIVED
DIVISION OF CORPORATIONS
95 FEB 16 11 03 AM

Should you need to call someone concerning this matter, please call:

MERRITT B. HORRELL JR at (305) 340-0813.
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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. INTERNATIONAL CONSULTING GROUP SA, INC
(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. DELAWARE
(State or country under the law of which it is incorporated)
3. APPLIED FOR
(FEI number, if applicable)
4. 11/18/94
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 2/1/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 4921 RIVERSIDE DRIVE
CORAL SPRINGS, FL 33067
(Current mailing address)
8. BUSINESS CONSULTING
(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: MERRITT B HORRELL JR
Office Address: 4921 RIVERSIDE DRIVE
CORAL SPRINGS, FL, Florida, 33067
(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.

Merritt B Horrell Jr
(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.

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

A. DIRECTORS

Chairman: MERRITT B HORRELL JR
Address: 4921 RIVERSIDE DRIVE
CORAL SPRINGS, FL 33067

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: MERRITT B HORRELL JR
Address: 4921 RIVERSIDE DRIVE
CORAL SPRINGS, FL 33067

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

SECRET
DIVISION
95 FEB 16 12 03 PM '83

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

13. Merritt B Horrell Jr
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MERRITT B HORRELL JR, CHAIRMAN
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERNATIONAL CONSULTING GROUP SA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF FEBRUARY, A.D. 1995.

95 FEB 16 11 03 AM '95



Edward J. Freel
Secretary of State

2453635 8300

950029538

7402544

02-09 95

F95000000778
International Consulting Group SA, Inc

February 20, 1996

Division of Corporations
 Florida Department of State
 PO Box 6327
 Tallahassee, FL 32314

200001730112
 -03/04/96--01012--018
 *****35.00 *****35.00

Re: International Consulting Group, S.A. Inc
 Federal ID Nr... 65-0556571

withdrawal

Enclosed are two documents. First is the withdrawal of registration of ICG as a foreign corporation in Florida. The second is registration of ICG as a domestic corporation in Florida. I was advised by your office to send these together and request they be processed together in order to insure I save the name.

Please contact me should there be any problem with the new registration before you withdraw the foreign registration. Otherwise I might lose the name.

Sincerely,

Merritt B. Horrell Jr.
 Merritt B. Horrell Jr.

FILED
 96 FEB 23 AM 11:58
 SECRETARY OF STATE
 PALM BEACH, FLORIDA

NOTE: PLEASE FORWARD MAIL TO THE Highlighted Address.

Date	2/27/96
Document	ADH
Examiner	ADH
Spicer	ADH
date	ADH
Owner, agent	ADH
Verifier	ADH

G. TAX	
FILING	35
AGENCY FEE	
G. ONLY	35
TOTAL	
NET	
BALANCE DUE	
REFUND	

RECEIVED
 96 FEB 23 AM 8:33
 DIVISION OF CORPORATIONS

47

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

INTERNATIONAL CONSULTING GROUP S.A., INC
(Name of Corporation)

DELAWARE

(Incorporated Under Laws Of)

FILED
96 FEB 23 PM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

PO Box 9056

(Mailing Address)

CORN SPRINGS, FL 33075

(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Merritt B. Horrell Jr
Signature

CEO
Title

MERRITT B. HORRELL JR
Typed or printed name

2/20/96
Date