

# F95000001365

Reef Power Ltd  
9735 N.W. 52nd Street, Suite 503  
Miami, Florida 33178

March 21, 1995

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RECEIVED 1995 MAR 23  
11:22 AM - 11:00 AM  
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Re: Reef Power Ltd.

Dear Sir or Madam:

Enclosed for filing are:

1. Copy of Certificate of Incorporation of Reef Power Ltd.
2. Copy of the Memorandum of Association and the Articles of Association.
3. Original Certificate of Good Standing of Reef Power Ltd.
4. Check in the amount of \$78.75 representing \$35.00 filing fee, \$35.00 Registered Agent designation, and \$8.75 for a certificate of status.

Thank you for your assistance in this matter. If you have any questions, please free to contact me.

Yours very truly,

Lawrence A. Freeman  
Assistant Secretary

LAF/cw

Enclosures

## TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

RECEIVED  
JAN 21 1981

SUBJECT: Reef Power Ltd Corporation  
(Name of corporation)

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:

Lawrence A. Freeman  
(Name of Person)

Reef Power Ltd  
(Firm/Company)

9735 N.W. 52nd Street, Suite 503  
(Address)

Miami, Florida 33178  
(City, State and Zip Code)

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

Lawrence A. Freeman at ( 305 ) 377-9355  
(Name of Person) Area Code & Daytime Telephone Number

### COURIER ADDRESS:

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

### MAILING ADDRESS:

Qualification/Registration 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. Reef Power Ltd, a Cayman Island 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. Cayman Islands 3. applied for  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 13, 1984 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. March 23, 1995  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 9735 N.W. 52nd Street, Suite 503  
Miami, Florida 33178  
(Current mailing address)

8. 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: Lawrence A. Freeman

Office Address: One S.E. 3rd Avenue, Suite 1270

Miami, , Florida , 33131  
(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.*

[Signature]  
(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:

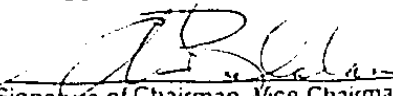
A. DIRECTORS

Chairman: George Zahalan  
Address: c/o 9735 N.W. 52nd Street, Suite 503  
Miami, Florida 33178  
Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: George Zahalan  
Address: \_\_\_\_\_  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_

B. OFFICERS

President: George Zahalan  
Address: c/o 9735 N.W. 52nd Street, Suite 503  
Miami, Florida 33178  
Vice President: Rashada Clark  
Address: c/o 9735 N.W. 52nd Street, Suite 503  
Miami, Florida 33178  
Secretary: Rashada Clark  
Address: \_\_\_\_\_  
Assistant Secretary:  
~~Treasurer~~ Lawrence A. Freeman  
Address: One S.E. 3rd Avenue, Suite 1270  
Miami, Florida 33131

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

# *Certificate of Good Standing*

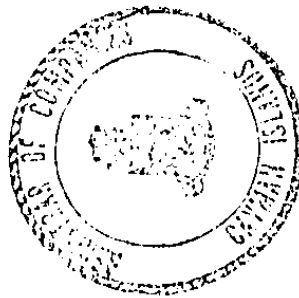
TO WHOM IT MAY CONCERN

I, **DELANO O. SOLOMON**  
DO HEREBY CERTIFY that

*Registrar of Companies of the Cayman Islands*

**REEF POWER LTD**

*a company duly organized and existing under and by virtue of the Laws of The Cayman Islands  
is at the date of this certificate in Good Standing with the office, and duly authorized to  
exercise therein all the powers vested in the company.*



*Given under my hand and Seal at George Town in the  
Island of Grand Cayman this Third day of March  
One Thousand Nine Hundred Ninety-Five*

*[Signature]*  
Registrar  
of Companies, Cayman Islands, B.W.I.