

F95000001397  
TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

SUBJECT: AMBASSA HOLDINGS, 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:

CHRISTIAN de BERDOUARE  
(Name of Person)  
AMBASSA HOLDINGS, inc.  
(Firm/Company)  
5415 COLLINS AVE, SUITE 305  
(Address)  
MIAMI BEACH, FL. 33140  
(City, State and Zip Code)

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

CHRISTIAN de BERDOUARE at ( 305 ) 734 - 6020.  
(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

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FL  
RECEIVED

ACTION OF SOLE INCORPORATOR  
AMBASSA HOLDINGS, INC.

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The undersigned, without a meeting, being the sole incorporator of the Corporation, does hereby elect the persons listed below to serve as directors of the corporation until the first annual meeting of shareholders and until their successors are elected and qualify:

CHRISTIAN DE BERDOUARE

April L. Roberts  
April L. Roberts  
Incorporator

Dated: February 21, 1995

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W95-7192



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 24, 1995

CHRISTIAN DE BERDOUARE  
AMBASSA HOLDINGS, INC.  
5415 COLLINS AVE, SUITE 305  
MIAMI BEACH, FL 33140

SUBJECT: AMBASSA HOLDINGS, INC.  
Ref. Number: W95000004292

We have received your document for AMBASSA HOLDINGS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that we are returning the certified copy of articles which you submitted, as it is different from the certificate we require.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 695A00008572

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. AMBASSA HOLDINGS, 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 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/21/1995 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 2/23/1995  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.153, F.S.)

7. 5415 COLLINS AVENUE, SUITE 305  
MIAMI BEACH, FL. 33140  
(Current mailing address)

8. ALL LAWFUL PURPOSES  
(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: CORPORATION SERVICE COMPANY

Office Address: 1201 Hayes Street

Tallahassee, Florida, 32301

(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: CHRISTIAN de BERDOUARE  
Address: 5415 COLLINS AVENUE, SUITE 305  
MIAMI BEACH, FLORIDA 33140

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

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

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

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

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

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

B. OFFICERS

President: Same as above

Address: "

Vice President: \_\_\_\_\_

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

Secretary: Same as above

Address: "

Treasurer: Same as above

Address: "

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

13.

Christian de Berdouare 2/23/1995  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

CHRISTIAN de BERDOUARE, CHAIRMAN  
(Typed or printed name and capacity of person signing application)

State of Delaware  
Office of the Secretary of State

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NOTICE IS HEREBY GIVEN THAT THE FOLLOWING DOCUMENTS  
WILL BE OPENED FOR PUBLIC INSPECTION AND  
RECORDING IN THE OFFICE OF THE SECRETARY OF STATE  
ON THE 23rd DAY OF SEPTEMBER, 1962.  
AND THAT THE SAME HAVE BEEN REFERRED TO DATE.

RECORDED  
SEP 23 11 54 AM '62



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: