

F9500000/688

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

900001450249
-04/07/95--01027--002
****131.25 ****131.25

SUBJECT: SHELTER CANADIAN PROPERTIES LIMITED, 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:

LINDA C. BRINKMAN
(Name of Person)

Brinkman & Wolfe, P.A.
(Firm/Company)

500 Fifth Ave. South, Ste. 509
(Address)

Naples, Florida 33940
(City, State and Zip Code)

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

Linda C. Brinkman at (813) 262 - 0528
(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR - 7 AM 10:49
mm

**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. SHELTER CANADIAN PROPERTIES LIMITED, 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. Province of Manitoba/Canada 3. Applied For
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 9, 1990 5. Not Specified Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon acceptance of this filing
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.)

7. 2600 Seven Evergreen Place
Winnipeg, Manitoba, Canada R3L 2T3
(Current mailing address)

8. All purposes allowed by Law
(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: Linda C. Brinkman

Office Address: 500 Fifth Avenue South, Suite 509

Naples, Florida, 33940
(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.

Linda C. Brinkman
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR - 7 AM 10:11

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

A. DIRECTORS

Chairman: ARNI C. THORSTEINSON
Address: 2600 Seven Evergreen Place
Winnipeg, Manitoba, Canada R3L 2T3

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

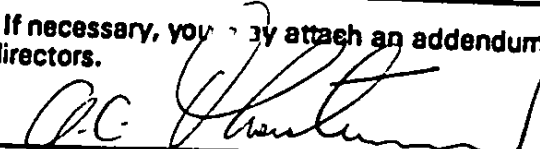
President: ARNI C. THORSTEINSON
Address: 2600 Seven Evergreen Place
Winnipeg, Manitoba, Canada R3L 2T3

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

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. ARNI C. THORSTEINSON, President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR - 7 AM 10:49



Certificate of Status/ Certificat de Status

This is to certify that / Nous certifions par les présentes que

SHELTER CANADIAN PROPERTIES LIMITED

Manitoba Corporation No. / Corporation manitobaine n°

2803445

Incorporated/Incorporated & constituée / constituée

09 APR. / AVRIL 1990

current jurisdiction / autorité législative courante

CANADA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR - 7 AM 10:49

is registered under The Corporations Act. According to the information contained on our records, as of this date, the body corporate is still in existence.

est enregistrée sous le régime de la Loi sur les corporations. D'après les renseignements que nous avons, cette personne morale existe toujours aujourd'hui.

Dated : / Fait le

This / Ce..... 23 rdday / jour

of / d. JAN. / JANV.19. 95


Director / Le directeur
The Corporations Act/
Loi sur les corporations



Industry Canada

Industrie Canada

Canada Business
Corporations Act

Loi canadienne sur
les sociétés par actions

**CERTIFICATE OF COMPLIANCE
S.S. 263(2)**

**CERTIFICAT DE CONFORMITÉ
S.S. 263(2)**

SHELTER CANADIAN PROPERTIES LIMITED

259571-1

Name of corporation-Dénomination de la société

Number - Numéro

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -7 AM 10:49

I HEREBY CERTIFY that the corporation named above is a body corporate incorporated or continued under the *Canada Business Corporations Act* and not discontinued under that Act and that it has not been dissolved and it has sent to the Director the required Annual Returns and Financial Statements.

JE CERTIFIE, par les présentes, que la société ci-dessus mentionnée est une personne morale constituée ou prorogée en vertu de la *Loi canadienne sur les sociétés par actions* et n'a pas changé de régime en vertu de cette Loi et qu'elle n'a pas été dissoute et la société a remis au directeur les rapports annuels et les états financiers dont l'envoi est requis.

Shirley M. Collins

Deputy Director - Directeur adjoint

January 23, 1995/le 23 janvier 1995

Date

Canada