

F95000002838

TRANSMITTAL LETTER

**TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS**

SUBJECT: Masawa International
(Name of corporation)

8000001477031
-05/05/95--01112--001
*****35.00 *****35.00

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:

Keith E. McCready
(Name of Person)
Masawa International
(Firm/Company)
2502 Rocky Pointe Drive #790
(Address)
Tampa, Florida 33607
(City, State and Zip Code)

8000001464858
-04/25/95--01100--005
*****35.00 *****35.00

W95-8881

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

Keith E. McCready at (813) 281-8857
(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
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
JUN 12 PM 1:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

MASAWA INTERNATIONAL

2502 ROCKY POINTE DRIVE • SUITE 700 • TAMPA, FLORIDA 33607

(813) 281-8857 • FAX (813) 281-8850 • TLX: 158710 "MASAWA TPA"

State of Florida
County of Hillsborough

AFFIDAVIT

Before me the undersigned officer duly authorized to administer oaths, personally appeared Keith E. McCready, who, after having been duly sworn, deposes on oath and states as follows:

1.

I am over the age of eighteen, am suffering under no disabilities, am competent to testify, and give this Affidavit based on my personal knowledge.

2.

I am the duly elected and incumbent Vice-President of Masawa International, Inc. a Georgia corporation with an office at 2502 Rocky Pointe Dr., #790, Tampa, Florida 33607.

3.

This affidavit is given in response to a letter to Masawa International, Inc. from Steven Harris in the offices of the Florida Department of State dated May 10, 1995.

4.

Erroneous information was listed on the application referred to in Mr. Harris' letter.

5.

At all times from September 7, 1984, to the current year, Masawa International, Inc. has been engaged exclusively in interstate commerce. The company has participated in the sale of goods and services during this entire period to only one customer, which customer is located outside the state of Florida, and has had no source of revenue from any place within the state. It appears that the company's activities do not constitute transacting business within the meaning of subsection (1) of section 607.1501 of the Florida Statutes (1993).

FURTHER AFFIANT SAITH NOT:

Keith E. McCready

Sworn and subscribed before
me this 7th day of June, 1995

Ethel H. Casavant
Notary Public



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 26, 1995

MASAWA INTERNATIONAL, INC.
% KEITH E. MCCREADY
2502 ROCKY POINTE DR., #790
TAMPA, FL 33607

SUBJECT: MASAWA INTERNATIONAL, INC.
Ref. Number: W95000008881

We have received your document for MASAWA INTERNATIONAL, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 295A00019672

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. Masawa International, 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. Georgia 3. 58-1436728
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/4/80 5. N/A
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. "Upon Qualification"
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 2502 Rocky Pointe Drive #790
Tampa, Florida 33607
(Current mailing address)
8. ~~XXXX~~ Broker
(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: ~~XXXX~~ Keith E. McCready
Office Address: ~~XXXX~~ 2502 Rocky Pointe Dr. #790
~~XXXX~~ Tampa, Florida, ~~XXXX~~ 33607
(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.

~~XXXX~~ K.S. McCready
(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.

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

B. OFFICERS

President: Mohamed M. El Naggar

Address: 2502 Rocky Pointe Drive #790

Tampa, Florida 33607

Vice President: Keith E. McCready

Address: 2502 Rocky Pointe Drive #790

Tampa, Florida 33607

Secretary: Keith E. McCready

Address: 2502 Rocky Pointe Drive #790

Tampa, Florida 33607

Treasurer: Mohamed M. El Naggar

Address: 2502 Rocky Pointe Drive #790

Tampa, Florida 33607

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

13.

Keith E. McCready
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Keith E. McCready
(Typed or printed name and capacity of person signing application)

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95 JUN 12 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 950480592
CONTROL NUMBER : 8013334
DATE INC/AUTH/FILED: 12/04/1980
JURISDICTION : GEORGIA
PRINT DATE : 02/17/1995
FORM NUMBER : 211

GREG BROOKS
3340 PEACHTREE RD NE SUITE 1460
ATLANTA GA 30326

CERTIFICATE OF EXISTENCE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

MASAWA INTERNATIONAL, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above and was incorporated, formed, or authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution or certificate of cancellation with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

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SECRETARY OF STATE
TALLAHASSEE
FLORIDA

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta