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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-06/28/95--01014--005
****131.25 ****131.25

SUBJECT: JEAN//EMMANUEL & CO FLORIDA SUNSHINE HAITI ASS.
(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:

EMMANUEL CHARLEUS
(Name of Person)

JEAN// EMMANUEL & CO.
(Firm/Company)

17331 N.W. 48th AVE
(Address)

CAROL CITY, FLA 33055
(City, State and Zip Code)

6-27

FILED
SECRETARY OF STATE
95 JUN 27 PM 2:29

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

EMMANUEL CHARLEUS at (305) 623 - 2992
(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. JEAN // EMMANUEL ET CO. FLORIDA SUNSHINE HAITI ASS.
(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. P-AU-P HAITI W. I. 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/19/95 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. PLANNING TO START BY JUNE / JULY 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 17331 N.W. 48th AVE
CAROL CITY, FLA 33055
(Current mailing address)


8. THE CONDITIONS FOR THIS BUSINESS TO BE SUCCESSFUL ARE IN HAITI.
(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: EMMANUEL CHARLEUS
Office Address: 17331 N.W. 18th AVE
CAROL CITY, Florida, 33055
(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.


(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.

RECEIVED
SECRETARY OF STATE
JUN 27 11 21 AM '95
- see certificate

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

A. DIRECTORS

Chairman: EMMANUEL CHARLEUS

Address: 17331 N.W. 48th AVE
MIAMI, FLA 33055

Vice Chairman: JEAN CLAUDE BOEREAU

Address: 30 BLVD J.J. DESSALINES
PORT-AU-PRINCE, HAITI W.I.

Director: EMMANUEL CHARLEUS

Address: 17331 N.W. 48th ST
CAROL CITY, FLA 33055

Director: JEAN CLAUDE BOEREAU

Address: 30 BLVD J.J. DESSALINES
P-AU-P HAITI W.I.

B. OFFICERS

President: EMMANUEL CHARLEUS

Address: 17331 N.W. 48th AVE
CAROL CITY, FLA 33055

Vice President: JEAN CLAUDE BOEREAU

Address: 30 BLVD J.J. DESSALINES

Secretary: SULFIDE BEAUPLAN

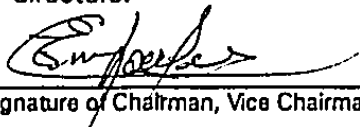

Address: 606 BLVD J.J. DESSALINES
P-AU-P HAITI

Treasurer: JEAN CLAUDE BOEREAU

Address: 30 BLVD J.J. DESSALINES
P-AU-P HAITI W.I.

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.

EMMANUEL CHARLEUS (PRESIDENT)
(Typed or printed name and capacity of person signing application)



REPUBLIQUE D'HAÏTI
 MINISTRE DE L'ECONOMIE ET DES FINANCES
 DIRECTION GENERALE DES IMPOTS

CERTIFICAT DE PATENTE

Numéro de Patente: 091795

Pour l'Exercice Fiscal: 1994-95

Dé livré à: JEAN EMMANUEL ET CO FLORIDA TERREHAITE HAÏTI

Numéro d'Immatriculation Fiscale: 001-22-943

Résidant au: 30 BOUL. J.J.L. DESS.

Commune: 111 FORT AU PRINCE CL.1

Pour le secteur d'activité économique:

6111 IMPORI EXPORT

Fait à: FORT AU PRINCE

le 19-05-95


 Directeur Général

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SECRETAIRE
 DIVISION

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