

F95 000004009

TO: Qualification/Tax Lien Section
Division of Corporations

200001566462
-08/22/95--01036--016
***122.50 ***122.50

SUBJECT: MidHocow Properties, 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:

W95-16426

GARY Brockway
(Name of Person)

(Firm/Company)

1210 Hawthorne
(Address)

Houston, TX 77006
(City/State/Zip)

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DIVISION OF CORPORATIONS

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

GARY Brockway at (713) 522-5058
(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 Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1995

GARY BROCKWAY
1210 HAWTHORNE
HOUSTON, TX 77006

SUBJECT: MIDTOWN PROPERTIES, INC.
Ref. Number: W95000016426

We have received your document for MIDTOWN PROPERTIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.)

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) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 895A00038243

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Midtown Properties 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. Texas
(State or country under the law of which it is incorporated)

3. 75-2569113
(FBI number, if applicable)

4. 11-16-94
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (SEE STATUTES SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. P.O. Box 73346
Houston, TX 77273
(Current mailing address)

8. Own & manage hotel
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Kathryn Lim

Office Address: 2011 N. Wheeler St.

Plant City, Florida, 33566
(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.

Kathryn Lim
(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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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Steve Hsu
Address: 17427 Sandy Cliffs, Houston, TX 77090
Vice Chairman: _____
Address: _____

Director: Allen Tsoo
Address: 12306 Sarti St. Houston, TX 77066

Director: _____
Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Steve Hsu
Address: 17427 Sandy Cliffs
Houston, TX 77090

Vice President: _____
Address: _____

Secretary: Steve Hsu
Address: 17427 Sandy Cliffs
Houston, TX 77090

Treasurer: Allen Tsoo
Address: 12306 Sarti St. Houston, TX 77066

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

13. Steve Hsu
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Steve Hsu, President
(Typed or printed name and capacity of person signing application)



The State of Texas

SECRETARY OF STATE

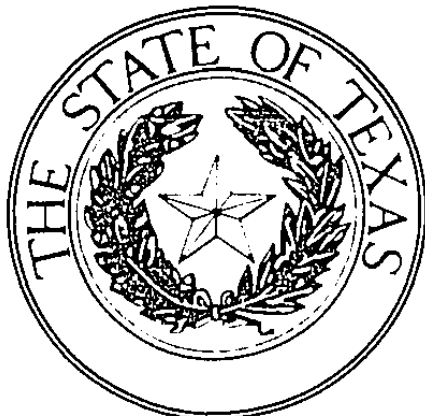
IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

MIDTOWN PROPERTIES, INC.

were filed in this office and a certificate of incorporation was issued on
NOVEMBER 16, 1994;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on August 11, 1995.*

Antonio O. Garza, Jr.
Secretary of State

PH