

# F9600000099

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

W95-21981

SUBJECT: EL BRILLO PROPERTIES LIMITED  
(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: 100001628211  
-11/03/95--01080--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

MURRAY T. NICHOLSON  
(Name of Person)

c/o CANADA TRUST COMPANY  
(Firm/Company)

110 YONGE STREET, 4TH Floor  
(Address)

TORONTO, ONTARIO  
(City/State/Zip)

95/5  
96 JAN - 4 AM 8:18  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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

MURRAY NICHOLSON  
(Name of Person)

at ( 416 ) 869-6218  
(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

November 6, 1995

**MURRAY T. NICHOLSON**  
**% CANADA TRUST COMPANY**  
**110 YONGE ST., 4TH FL.**  
**TORONTO, ONTARIO M5C 1T4,**

**SUBJECT: EL BRILLO PROPERTIES LIMITED**  
**Ref. Number: W95000021981**

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**95 JAN -4 AM 8:18**

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

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2400.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 095A00049427



ATTORNEYS AT LAW

SCOTT, ROYCE, HARRIS, BRYAN, BARRA & JORGENSEN, P.A.

December 21, 1995

Jennifer Sindt  
Document Examiner  
Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: El Brillo Properties Ltd.  
Reference No.: W95000021981

Dear Ms. Sindt:

In response to your letter dated November 6, 1995, concerning the above-referenced Canadian corporation, I am enclosing herein the original Application by Foreign Corporation for Authorization to Transact Business in Florida. Please note that we have completed paragraph 3 of the application as requested.

Also, I am enclosing herein an Affidavit signed by Murray T. Nicholson, as a Director and the Treasurer of El Brillo Properties Ltd., which states that the only activities of this corporation within the State of Florida has been the passive ownership of a single family residence located in the Town of Palm Beach, Florida. According to Section 607.1501(2)(m), such activity does not constitute transacting business.

I hope this clarifies the matter. If you require anything further, please do not hesitate to contact me.

Very truly yours,

J. Richard Harris

JRH/kmb

Enclosures

cc: Murray T. Nicholson

RICHARD K. BARRA • JOHN L. BRYAN, JR. • HARRY D. BYRD • MARK P. GAGNON  
J. RICHARD HARRIS • JOHN M. JORGENSEN • DONNA A. NADIEAU  
RAYMOND W. ROYCE • ROBERT C. SCOTT (1925-1992)

4400 PGA BOULEVARD, SUITE 800 • PALM BEACH GARDENS, FLORIDA 33410  
(407) 624-3900 • FAX (407) 624-3533

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**AFFIDAVIT**

COUNTRY OF CANADA  
PROVINCE OF ONTARIO

FILED STATE  
SECRETARY OF CORPORATIONS  
JAN - 1 AM 8:18

COMES NOW, MURRAY T. NICHOLSON, who, upon being duly sworn, before the undersigned authority, states as follows:

1. MURRAY T. NICHOLSON is a Director and the Treasurer of EL BRILLO PROPERTIES LTD., a Canadian corporation, and as such, has personal knowledge of the matters set forth herein.
2. MURRAY T. NICHOLSON prepared the Application by Foreign Corporation for Authorization to Transact Business in Florida for EL BRILLO PROPERTIES LTD., which was submitted to the Florida Department of State on behalf of EL BRILLO PROPERTIES LTD.
3. In paragraph 6 of the Application by Foreign Corporation for Authorization to Transact Business in Florida, MURRAY T. NICHOLSON indicated that the date the corporation first transacted business in Florida was November, 1993.
4. The only activities which EL BRILLO PROPERTIES LTD. has ever conducted within the State of Florida is the ownership of a single family residence located at 640 South Ocean Boulevard, Palm Beach, Florida, and such other activities as are ancillary to the ownership of such property.
5. Since the ownership of property within the State of Florida does not constitute transacting business in accordance with Section 607.1501 of the Florida Statutes, EL BRILLO PROPERTIES LTD. has not transacted business within the State of Florida and the statements set forth in paragraph 6 of the Application by Foreign Corporation for Authorization to Transact Business in Florida was in error.
6. Because the only activities of EL BRILLO PROPERTIES LTD. which are currently being conducted within the State of Florida is the ownership of the herein mentioned single family residence and such activities as are ancillary to the ownership of such single family residence, EL BRILLO PROPERTIES LTD. is not conducting business within the State of Florida and is only seeking authority to do so in the future.

FURTHER AFFIANT SAYETH NOT.

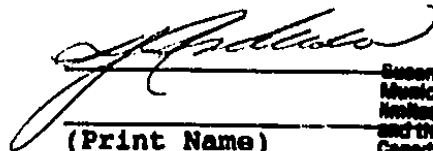
  
MURRAY T. NICHOLSON

COUNTRY OF CANADA  
PROVINCE OF ONTARIO

Sworn to (or affirmed) and subscribed before me this 19th day  
of December, 1995, by MURRAY T. NICHOLSON.

NOTARY PUBLIC

(SEAL)



Susan Jane Anderson, Notary Public,  
Municipality of Metropolitan Toronto,  
Noted to the attestation of instruments  
and the taking of affidavits for The  
Canada Trust Company

(Print Name)  
My commission expires December 30, 1997  
Commission No. \_\_\_\_\_

Personally Known YES OR Produced Identification \_\_\_\_\_  
Type of identification Produced \_\_\_\_\_

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DIVISION OF CORPORATIONS  
96 JAN -4 AM 8:18

**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. EL BRILLO PROPERTIES LIMITED Company  
(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 ONTARIO  
(State or country under the law of which it is incorporated)

3. 98-0064234  
(FEI number, if applicable)

4. JULY 23, 1980  
(Date of Incorporation)

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

6. NOV. 1993  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. CLC CANADA TRUST COMPANY

110 YONGE STREET, 4TH FLOOR, TORONTO, ONT.  
(Current mailing address)

8. Ownership of Real Estate  
(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: Richard Harris  
do Scott, Royce, Harris, Bryan et al.  
Office Address: 4400 PGA Blvd, Suite 800  
Palm Beach Gardens, Florida, 33410  
(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.

J. Paul Harris  
(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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DIVISION OF CORPORATIONS  
JAN - 4 AM 8:10

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: EDWARD D. GODDERHAM  
Address: 330 RIVERVIEW DRIVE, TORONTO, ONT, CANADA.  
Vice Chairman: MYN 3E1  
Address: \_\_\_\_\_

Director: CECIL FENNELL  
Address: 8 KING STREET EAST, SUITE 1112  
TORONTO, ONTARIO, CANADA, M5C 1K5  
Director: MURRAY T. NICHOLSON  
Address: 610 CANADA TRUST, 110 YONGE STREET  
TORONTO, ONTARIO, CANADA M5C 1T4

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

President: EDWARD D. GODDERHAM  
Address: 330 RIVERVIEW DRIVE TORONTO, ONTARIO  
CANADA M4N 3E1

Vice President: CECIL FENNELL  
Address: 8 KING STREET EAST, SUITE 1112  
TORONTO, ONTARIO, CANADA, M5C 1B5.

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

Treasurer: MURRAY T. NICHOLSON  
Address: 610 CANADA TRUST, 110 YONGE STREET, Toronto, Ont.  
M5C 1T4.

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

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

14. MURRAY T. NICHOLSON - Director, Treasurer.  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN 14 AM 19

Ministry of  
Consumer and  
Commercial Relations

Business Division  
Companies Branch  
393 University Ave. Suite 200  
Toronto ON M5G 2M2

Ministère de  
la Consommation  
et du Commerce

Division des affaires commerciales  
Direction des compagnies  
393 ave University Bureau 200  
Toronto ON M5G 2M2



## Certificate of Status Certificat de Statut Documentaire

This is to certify that according to the  
records of the companies branch

Je certifie par les présentes que, conformément  
aux dossiers de la Direction des compagnies,

**EL BRILLO PROPERTIES LIMITED**

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

**000451765**

is a corporation incorporated, amalgamated  
or continued under the laws of  
the Province of Ontario.

est constituée, fusionnée ou prorogée en vertu  
des lois de la province de l'Ontario.

The corporation came into existence on

La personne morale a été fondée le

**JULY 23 JUILLET, 1980**

and has not been dissolved.

et n'a pas été dissoute.

Dated

Fait le

**OCTOBER 18 OCTOBRE, 1995**

Controller of Records  
Contrôleur des dossiers

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN -4 AM 8:19