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**TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000**

**FROM: SCHARLIN, LANZETTA, COHEN, COBB & EB  
1399 SW FIRST AVE  
UNITED NATIONAL BANK BLDG  
MIAMI FL 33130- 401-0000  
CONTACT: CONNIE CONTRATA  
PHONE: (305) 358-4222  
FAX: (305) 358-0602**

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**DOCUMENT TYPE: FOREIGN PROFIT QUALIFICATION**

**NAME: DALFEN'S ATLANTIC ENTERPRISES LIMITED, INC.  
FAX AUDIT NUMBER: H96000002584 CURRENT STATUS: REQUESTED  
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96 FEB 23 AM 8:36**

*Handwritten initials*

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60:8 HV 02 FEB 96  
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**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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. DAIFEN'S ATLANTIC ENTERPRISES 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. CANADA  
(State or country under the law of which it is incorporated)

3. \_\_\_\_\_  
(FEI number, if applicable)

4. July 5, 1983  
(Date of incorporation)

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

6. 2/22/96  
(Date first transacted business in Florida. (See sections 607.1502 and 617.195, P.S.))

7. c/o Daifen's Limited  
Att: Mr. Murray Daifen, President  
8478 Place Devonshire  
Ville Mont-Royal  
Quebec H4P 1S5, CANADA  
(Current mailing address)

8. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)  
The corporation is authorized in its home country to conduct all lawful business, and will have the authority to do so in Florida.

9. Name and street address of Florida registered agent.

Name: Thomas C. Cobb, Esq.

Office Address: 1399 SW First Avenue, Suite 400

Miami, Florida, 33130  
(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.

Thomas C. Cobb

(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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PREPARED BY:  
Thomas C. Cobb, Esquire  
1399 S.W. 1st Avenue  
Suite 400  
Miami, Florida 33130  
FL Bar No. 113517

12. Names and addresses of officers and directors:

A. DIRECTORS

Chairman: Murray Dalfen  
Address: 8479 Place Devonshire  
Ville Mont-Royal, Québec CANADA H4P 1S5

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

B. OFFICERS

President: Murray Dalfen  
Address: See above

Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_

Secretary: Murray Dalfen  
Address: See above

Treasurer: Murray Dalfen  
Address: See above

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

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

14. Murray Dalfen  
(Typed or printed name and capacity of person signing application)



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)

**DALFEN'S ATLANTIC ENTERPRISES LIMITED**  
**LES ENTREPRISES DALFEN ATLANTIQUE**  
**LIMITÉE**

153248-1

Name of corporation/dénomination de la société

Number - Numéro

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*

February 16, 1995/le 16 février 1995

Deputy Director - Directeur adjoint

Date

Canada

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