

1201 HAYS STREET
TAMPA, FL 33607
800-442-8086
F9600004450



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 069771 155222A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 29, 1996

ORDER TIME : 11:0 AM

ORDER NO. : 069771

CUSTOMER NO: 155222A

600001935676
08/29/96--01040--025
*****70.00 *****70.00

CUSTOMER: Adron Walker, Esq
Barnes Walker, Chartered
3119 Manatee Avenue, West

Bradenton, FL 34205

FOREIGN FILINGS

NAME: IMMAIKI LTD, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

RECEIVED
96 AUG 29 AM 11:41
DIVISION OF CORPORATION

FILED
96 AUG 29 PM 12:50
SECRETARY OF STATE
DIVISION OF CORPORATIONS
H 8/29

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:

IMMAIKI LTD,

which desires to do business in Florida as IMMAIKI LTD., INC.

1. (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. Country of Belize, Central America
(State or country under the law of which it is incorporated)

3. N/A

(FEI number, if applicable)

4. 7/3/96
(Date of incorporation)

5. Perpetual

(Duration. Year corp. will consent to exist or "perpetual")

6. 9/3/96
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.150, F.S.))

7. c/o Belize Offshore Services Limited

P.O. Box 21, Mile 49, Hummingbird Highway, Belmopan, Belize, Central America
(Current mailing address)

8. All purposes allowed by the State of Florida

(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: Adron H. Walker

Office Address: BARNES WALKER, Chartered, 3119 Manatee Avenue West

Bradenton

, Florida ,

3426

(Zip Code)

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DIVISION OF CORPORATIONS
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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.

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: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: Belize Offshore Services Limited

Address: Mile 49, Hummingbird Highway
Belmopan, Belize, Central America

Director: N/A

Address: _____

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

President: Linda M. Sears

Address: 2802 14th Street West, Suite 74

Bradenton, Florida 34205

Vice President: ----

Address: ----

Secretary: Linda M. Sears

Address: 2802 14th Street West, Suite 74

Bradenton, FL 34205

Treasurer: Linda M. Sears

Address: 2902 14th Street West, Suite 74, Bradenton, FL 34205

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

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

14. Linda M. Sears, President

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

BELIZE
THE INTERNATIONAL BUSINESS COMPANIES ACT, 1990

CERTIFICATE OF GOOD STANDING

I, **EDMUND PENNILL**, Acting Registrar of International Business Companies,
DO HEREBY CERTIFY, pursuant to Section 125 of the International Business Act that,

IMMAIKI LTD.

(a company incorporated under the said Act) is of good standing
as of the date set out below.

This certificate confirms that none of the following have occurred in relation to the above named company at the date hereof: (a) the company has submitted to the Registrar articles of merger or consolidation that have not yet become effective; (b) the company has submitted to the Registrar articles of arrangement that have not yet become active; (c) the company is in the process of being wound up and dissolved; (d) any proceedings to strike the name of the company off the Register have been instituted.

GIVEN under my hand and Seal at Belize City this 20th day of August One thousand nine hundred and ninety-six.


**EDMUND PENNILL, ACTING REGISTRAR OF
INTERNATIONAL BUSINESS COMPANIES**

96 AUG 29 PM 12:50