

F96000004529

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Eton Estates Limited Incorporated
(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:

W96-17406

400001937924
-09/04/96--01052--001
*****70.00 *****70.00

Renea Glendinning

(Name of Person)

Kerkering, Barberio & Co., P.A.

(Firm/Company)

1858 Ringling Blvd.

(Address)

Sarasota, FL 34236

(City/State/Zip)

SECTION 1
TALLAHASSEE, FLORIDA

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

Renea Glendinning

(Name of Person)

at (941) 365-4617
(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. Morthum
Secretary of State

August 20, 1996

RENEA GLENDINNING
KERKERING, BARBERIO & CO., P.A.
1858 RINGLING BLVD
SARASOTA, FL 34236

SUBJECT: ETON ESTATES LIMITED INCORPORATED
Ref. Number: W96000017406

We have received your document for ETON ESTATES LIMITED INCORPORATED, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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: 796A00039509

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. Eton Estates Limited Incorporated

(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. British Virgin Islands

(State or country under the law of which it is incorporated)

3. 98-0155858

(FBI number, if applicable)

4. 8/30/95

(Date of Incorporation)

5. Perpetual

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

6. Not transacting business

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

7. 1858 Ringling Blvd.

Sarasota, FL 34236

(Current mailing address)

8. Any lawful activity

(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: Renea M. Glendinning

Office Address: 1858 Ringling Blvd.

Sarasota

, Florida, 34236

(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.

Renea M. Glendinning
(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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: E. John Tommasi

Address: 204 64th Street Court NW

Bradenton, Florida

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: H. Dieter Gebhard

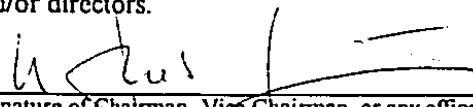
Address: 1858 Ringling Blvd.

Sarasota, Florida 34236

Treasurer: _____

Address: _____

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. H. Dieter Gebhard, Secretary
(Typed or printed name and capacity of person signing application)

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SECRET
TALLAHASSEE, FLORIDA

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CR-61417
SEC. OF STATE
TALLAHASSEE, FLORIDA

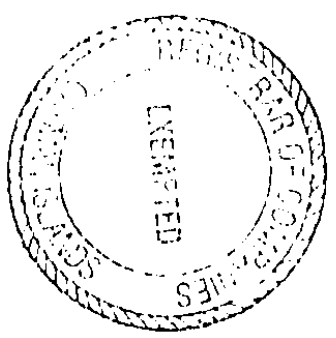
Certificate of Good Standing

TO WHOM IT MAY CONCERN

I DO HEREBY CERTIFY that

ETON ESTATES LIMITED

a company duly organized and existing under and by virtue of the Laws of The Cayman Islands
is at the date of this certificate in Good Standing with the office, and duly authorized to
exercise therein all the powers vested in the company.



*Given under my hand and Seal at George Town in the
Island of Grand Cayman this Thirteenth Day of August
One Thousand Nine Hundred Ninety-Six*

A handwritten signature in dark ink, likely belonging to the Registrar of Companies.

An Authorised Officer,
Registry of Companies,
Cayman Islands, B.W.I.