

F96000006491

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

300002027953--2
-12/12/96--01099--015
****200.00 ****200.00

W96-25817

SUBJECT: SHADY PALMS CORP.
(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:

300002027953--2
-12/12/96--01099--015
****200.00 ****200.00

BRUCE BRASHEAR, ESQ.
(Name of Person)

(Firm/Company)

920 N. W. 8th Avenue, Suite A

(Address)

Gainesville, FL 32601
(City/State/Zip)

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DIVISION OF CORPORATIONS
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12/12

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

Bruce Brashear, Esq.
(Name of Person)

at (352) 336-0800
(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

December 10, 1996

BRUCE BRASHEAR, ESQ.
920 N.W. 8TH AVENUE, STE A
GAINESVILLE, FL 32601

SUBJECT: SHADY PALMS CORP.
Ref. Number: W96000025817

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We have received your document for SHADY PALMS CORP. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 1, 1996.

The total amount due this office through December 31, 1996 to cover the back annual report(s) is \$200.00.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 496A00055084

**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. SHADY PALMS CORP.
(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. Commonwealth of Puerto Rico
(State or country under the law of which it is incorporated)

3. _____
(FBI number, if applicable)

4. May 16, 1988
(Date of incorporation)

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

6. January 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, AND 617.155, F.S.))

7. SHADY PALMS CORP.
2136 N.W. 9th Avenue, Gainesville, FL 32601
(Current mailing address)

8. _____
(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: RONALD A. DEFILIPPO

Office Address: 2136 N.W. 9th Ave.

Gainesville, Florida, 32601
(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.

x Ronald A. Defilippo
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Ronald A. DeFilippo

Address: 2136 N. W. 9th Avenue

Gainesville, FL 32601

Director: _____

Address: _____

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

President: RONALD A. DEFILIPPO

Address: 2136 N. W. 9th Avenue

Gainesville, FL 32601

Vice President: N/A

Address: _____

Secretary: Ronald A. DeFilippo

Address: 2136 N. W. 19th Avenue

Gainesville, FL 32601

Treasurer: Ronald A. DeFilippo

Address: 2136 N. W. 9th Avenue

Gainesville, FL 32601

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

13. X Ronald A. DeFilippo
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RONALD A. DEFILIPPO, President
(Typed or printed name and capacity of person signing application)

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**COMMONWEALTH OF PUERTO RICO
DEPARTMENT OF STATE
SAN JUAN, PUERTO RICO 00902**

I, GRICEL FALGAS RODRIGUEZ, Assistant Director of the Corporate and Trademark Registries of the Department of State of the Commonwealth of Puerto Rico,

CERTIFY: That pursuant to the provisions of the Article 15.01 of the General Corporation Law of 1995, "**SHADY PALMS CORP.**", file **69,865**, has complied with the filing of Annual Reports; therefore, it is in good standing

IN WITNESS WHEREOF, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, this 5th of December, nineteen hundred ninety-six.


Grisel Falgas Rodriguez
Assistant Director
Corporate and Trademark
Registries

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DIVISION OF CORPORATIONS