

TRANSMITTAL LETTER

F. 97000005945

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: OSVALDO CLEMENTE, INC.
(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:

ROBERT D. FERGUSON, CPA
(Name of Person)

FERGUSON, SIZEMORE AND ASSOCIATES
(Firm/Company)

1467 HONEYSUCKLE ROAD
(Address)

DOTHAN, AL 36305
(City/State/Zip)

W97-21950

800002301828-8
-09/24/97-01038-004
*****70.00 *****70.00

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

ROBERT D. FERGUSON, CPA at (334) 792-1180
(Name of Person) (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

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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 24, 1997

ROBERT D. FERGUSON, CPA
FERGUSON, SIZEMORE AND ASSOCIATES
1467 HONEYSUCKLE ROAD
DOTHAN, AL 36305

SUBJECT: OSVALDO CLEMENTE, INC.
Ref. Number: W97000021950

We have received your document for OSVALDO CLEMENTE, INC. 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 date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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 (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 297A00047317



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 9, 1997

ROBERT D. FERGUSON, CPA
FERGUSON, SIZEMORE AND ASSOCIATES
1467 HONEYSUCKLE ROAD
DOTHAN, AL 36305

SUBJECT: OSVALDO CLEMENTE, INC.
Ref. Number: W97000021950

We have received your document for OSVALDO CLEMENTE, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Thank you for correcting line 6 of your application. We apologize for failing to note in our previous letter that you did not submit the required certificate of status. The certificate we need is described on the application (please see the enclosed highlighted copy) and in the next paragraph. We are sorry for the inconvenience.

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 (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 297A00049550

FERGUSON, SIZEMORE
AND ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

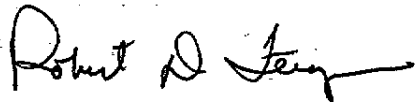
Florida Department of State
Attn: Lee Rivers
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Osvaldo Clemente, Inc.
Letter Number: 297A00049550

Please find enclosed original Certificate of Existence from the Alabama Secretary of State and a copy of your letter number 297A00049550. This should complete the filing requirements for Osvaldo Clemente, Inc.

If you have any questions, please call (334) 792-1180.

Sincerely,



Robert D. Ferguson, CPA

1467 Honeysuckle Road
Dothan, AL 36301
(334)792-1180

**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. OSVALDO CLEMENTE, 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. ALABAMA

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

3. 63-0997562

(FEI number, if applicable)

4. 03/01/89

(Date of Incorporation)

5. PERPETUAL

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

6. 10/1/97

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

7. 113 MILL CREEK CIRCLE

DOTHAN, AL 36304

(Current mailing address)

8. RESTAURANT

(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: SHICK, MARTA

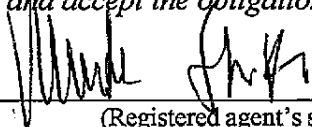
Office Address: 2981 BYINGTON CIRCLE

TALLAHASSEE, Florida, 32303

(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.

 8-22-97

(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: OSVALDO CLEMENTE
Address: 113 MILL CREEK CIRCLE
DOTHAN, AL 36305

Vice Chairman:
Address:

Director:
Address:

Director:
Address:

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

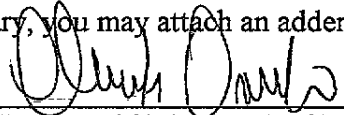
President: OSVALDO CLEMENTE
Address: 113 MILL CREEK CIRCLE
DOTHAN, AL 36305

Vice President:
Address:

Secretary: OSVALDO CLEMENTE
Address: 113 MILL CREEK CIRCLE
DOTHAN, AL 36305

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. OSVALDO CLEMENTE, PRESIDENT
(Typed or printed name and capacity of person signing application)

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Osvaldo Clemente, Inc. incorporated in Montgomery County, Montgomery, Alabama on March 30, 1989. I further certify that the records do not disclose that said Osvaldo Clemente, Inc. has been dissolved.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 12 AM 8:30



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

November 5, 1997

Date

Jim Bennett

Jim Bennett

Secretary of State