

CSC
THE UNITED STATES CORPORATION
COMPANY

E97000006337

ACCOUNT NO. : 072100000032

REFERENCE : 613079 8941A

AUTHORIZATION :

COST LIMIT \$70.00

ORDER DATE : November 25, 1997

ORDER TIME : 11:15 AM

ORDER NO. : 613079-005

CUSTOMER NO. : 8941A

CUSTOMER: Bruce D. Green, Esq
Bruce D. Green, Esq
Suite 400
600 South Andrews Avenue
Ft. Lauderdale, FL 33301

900002356669

FOREIGN FILINGS

NAME: TOPAZ CAPITAL COMPANY

900002356669-9
-12/02/97-01079-001
***4765.00 ***4765.00

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -2 PM 1:24
97 NOV 25 PM 12:10
DIVISION OF CORPORATION
RECEIVED
12/2



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 25, 1997

CSC

ATTN: CHRISTOPHER SMITH

SUBJECT: TOPAZ CAPITAL COMPANY

Ref. Number: W97000026566

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$4,765.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 197A00056349

**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 TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:*

1. Topaz Capital Company

(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. Cayman Islands, BWI

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

3. N/A

(FEI number, if applicable)

4. 5-30-92

(Date of Incorporation)

5. Perpetual

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

6. 12-1-93

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 1073 Hillsboro Mile

Hillsboro Beach, FL 33062

(Current mailing address)

8.

Real Property Ownership

(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: A. Marek Bradbury

Office Address: 1073 Hillsboro Mile

Hillsboro Beach

, Florida,

33062

(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.

A. Marek Bradbury

By: 

(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: A. Marek Bradbury

Address: 1073 Hillsboro Mile

Hillsboro Beach, FL 33062

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

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

President: A. Marek Bradbury

Address: 1073 Hillsboro Mile

Hillsboro Beach, FL 33062

Vice President: N/A

Address: _____

Secretary: N/A

Address: _____

Treasurer: N/A

Address: _____

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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. A. Marek Bradbury, Chairman/President

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



CAYMAN ISLANDS

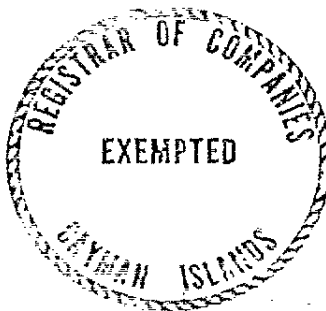
Registrar of Companies
Tower Building
Grand Cayman
Cayman Islands, B.W.I.

CERTIFICATE OF GOOD STANDING

TO WHOM IT MAY CONCERN

I, **DELANO OLIVER SOLOMON**, *Acting Registrar of Companies in and for the Cayman Islands* DO HEREBY CERTIFY that "**TOPAZ CAPITAL COMPANY**"

a company duly organized and existing under and by virtue of the Law of the Cayman Islands is at the date of this certificate in good standing with this office and duly authorized to exercise therein all of the powers vested in the company.



Given under my hand and seal
at George Town in the island
of Grand Cayman this 3rd day
of OCTOBER, One Thousand
Nine Hundred and NINETY SEVEN.

Acting Registrar of Companies

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DIVISION OF CORPORATIONS