

F98000002810

RICIARDO

A PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW  
GRAND BAY PLAZA

2665 SOUTH BAYSHORE DRIVE  
SUITE 703  
MIAMI, FLORIDA 33133

CARACAS OFFICE  
TORRE LAS MERCEDES  
2ND FLOOR  
CHUAO-CARACAS  
VENEZUELA  
TEL 582-92-86-86  
FAX 582-92-66-76

TELEPHONE: 305-858-9900  
TELECOPIER: 305-285-0015

OF COUNSEL  
MITCHELL S. POLANSKY

March 31, 1998.

VIA REGULAR MAIL

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

300002478193--9  
-04/03/98--01067--001  
\*\*\*\*131.25 \*\*\*\*131.25

Re: 3435 Gulfstream Properties (the "Company")

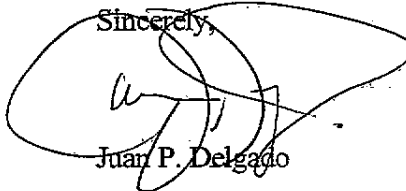
To Whom It May Concern:

Enclosed herewith please find the original application to transact business in Florida for the above-referenced Company. In addition, we enclose the Company's check no. 1101, made payable to the Florida Secretary of State, in the amount of ONE HUNDRED AND THIRTY ONE DOLLARS AND 75/100 (\$131.75) to cover the application fee, as well as the obtainment of a Certificate of Status. Lastly, we enclose an original Certificate of Good Standing for the Company from the Cayman Registrar of Companies, in accordance with the instructions received from your department.

Once this document has been filed, please deliver the Certificate of Status to our attention.

Should you have any questions, please do not hesitate to contact our office. Thank you in advance for your cooperation.

Sincerely,



Juan P. Delgado

JPD/ef

Encls.

W:\CLIENTS\Arcain\3435 Gulfstream\Letters\S.State1.doc

~~448-7518~~

P.591

# 5/18

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 18 PM 1:20



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 3, 1998

JUAN P. DELGADO  
RICHARDS LAW OFFICE  
2665 S. BAYSHORE DR, SUITE 703  
MIAMI, FL 33133

SUBJECT: 3435 GULFSTREAM PROPERTIES  
Ref. Number: W9800007518

We have received your document for 3435 GULFSTREAM PROPERTIES and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please delete Ltd. from the corporate name in section 1 as the certificate from the Cayman Islands does not reflect Ltd. in the corporate name. The corporation must add Inc., Co., or Corp. to its name in section 1 pursuant to s. 607.0401, F.S..

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 \$1150.00.

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) 487-6092.

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 698A00017942

**AFFIDAVIT OF TIMOTHY D. RICHARDS**

BEFORE ME, the undersigned authority, personally appeared TIMOTHY D. RICHARDS, who, after being duly sworn, deposes and says:

My name is Timothy D. Richards. I am over 21 years of age, of sound mind, and competent to give this affidavit. I am an attorney licensed to practice law in the State of Florida.

This affidavit is submitted in connection with the Application of 3435 Gulfstream Properties, a Cayman Islands corporation, for Authorization to Transact Business in Florida (the "Application"), which was submitted to the Secretary of State on March 31, 1998.

As is evident from the body of the Application, it is clear that a clerical error occurred in the completion of the form. The correct date on the form should have been January 1, 1998. I can personally confirm that this error was not intentional. The original application has been modified to reflect the correct date on the application, and I have set my initials next to that change. I apologize for any confusion that this inadvertent error may have caused.

FURTHER AFFIANT SAYETH NOT

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of April 1998 by TIMOTHY D. RICHARDS, who is personally known to me or who has produced as identification and who did/did not take an oath.

*Timothy D. Richards*  
\_\_\_\_\_  
Timothy D. Richards

*Rhonda S. Mahaffey*  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE  
My Commission Expires:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 18 PM 1:30

**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. 3435 Gulfstream Properties, 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. Cayman Islands, B.W.I. 3. 98-0179010  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 23, 1997 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. November 1, 1997  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 2665 S. Bayshore Dr., Suite 703  
Miami, Florida 33133  
(Current mailing address)


8. Real Estate Holding  
(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 acceptable)  
Name: Timothy D. Richards, Esq.  
Office Address: 2665 S. Bayshore Dr., Suite 703  
Miami, Florida, 33133  
(Zip Code)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 18 PM 1:20

**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: Antonio Arcaini

Address: 3435 North Ocean Blvd.  
Gulf Stream, Florida

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Rebecca Winter

Address: 3435 North Ocean Blvd.  
Gulf Stream, Florida

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Antonio Arcaini

Address: 3435 North Ocean Blvd.  
Gulf Stream, Florida

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Antonio Arcaini

Address: 3435 North Ocean Blvd.  
Gulf Stream, Florida

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

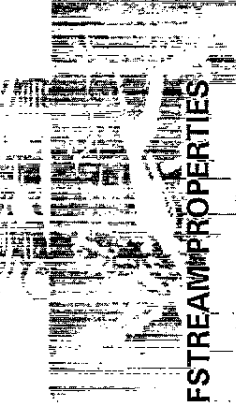
13. X Rebecca Winter  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rebecca Winter  
(Typed or printed name and capacity of person signing application)

CR-76606

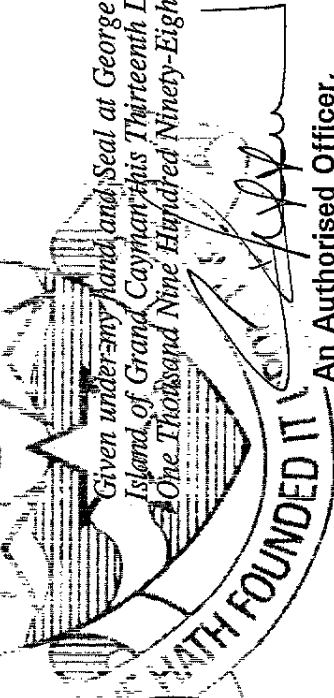
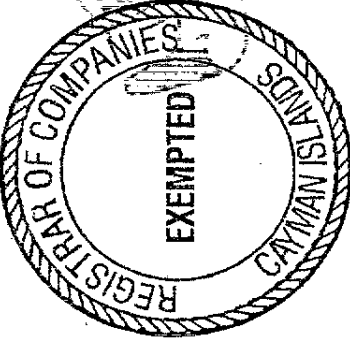
# Certificate of Good Standing

TO WHOM IT MAY CONCERN



3435 GULFSTREAM PROPERTIES

I DO HEREBY CERTIFY that  
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 March One Thousand Nine Hundred Ninety-Eight

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

71 JUN 21 1998