

Mailed to State  
5/12/98

## TRANSMITTAL LETTER

# F98000003125

TO: Qualification/Tax Lien Section  
Division of Corporations

800002545476--1  
-06/03/98--01018--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Nauplius Limited

(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:

Mr. Robert M. Smither, Jr.

(Name of Person)

c/o Dharma

(Firm/Company)

1450 So. Dade Hwy.

(Address)

Boca Raton, Florida 33432

(City/State/Zip)

W98-11212

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

Rodney G. Romano, Esq.

561.338.3297x

(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

May 18, 1998

ROBERT M. SMITHER, JR.  
DHARMA  
1450 S. DIXIE HWY  
BOCA RATON, FL 33432

SUBJECT: NAUPLIUS LIMITED  
Ref. Number: W98000011212

We have received your document for NAUPLIUS LIMITED, 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 is unsuitable for imaging. Please complete the enclosed application and resubmit.

The use of LIMITED or LTD. is not acceptable as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

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) 487-6092.

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 298A00027531

**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. NAUPLIUS LIMITED 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. JERSEY, CHANNEL ISLANDS

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

3. N/A

(FEI number, if applicable)

4. JUNE 19, 1997

(Date of incorporation)

5. \_\_\_\_\_

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

6. The company has not yet transacted business

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

P.O. Box 87, 22 Grenville St., St. Helier, Jersey JE48PX

7. \_\_\_\_\_

Channel Islands

(Current mailing address)

8. Real estate investment and management, primarily, and any other lawful

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

business

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Rodney G. Romano, Esq.

Office Address: 1450 So. Dixie Highway, Ste 101

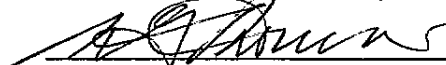
Boca Raton

, Florida, 33432

(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.*



(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: James D.P. Crill

Address: 22 Grenville St. St. Helier Jersey JE48PX Channel Islands

Vice Chairman: Nicola C. Davies

Address: 22 Grenville St.

St. Helier, Jersey JE48PX, Channel Islands

Director: Peter R. Snowdown

Address: 22 Grenville St.

St. Helier, Jersey JE48PX, Channel Islands

Director: Kevin P. Farley

Address: 22 Grenville St.

St. Helier, Jersey JE48PX, Channel Islands

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

President: n/a

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

Vice President: n/a

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

Secretary: Mourant & Co. Secretaries Limited

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

Treasurer: n/a

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. Kevin P. Farley Board of Directors

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



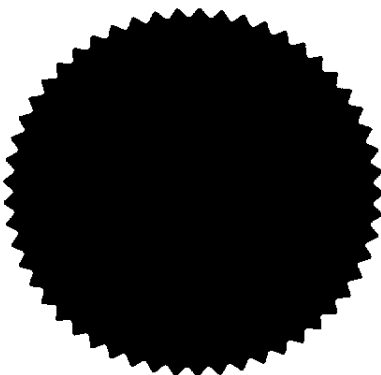
## States of Jersey Financial Services Department

Cyril Le Marquand House, P.O. Box 267, The Parade, St. Helier, JERSEY, JE4 8TP, Channel Islands.  
Tel: 44 (0)1534 603000. Fax: (44) (0)1534 89155. Registry Fax: (44) (0)1534 603610.

I, the undersigned, GORDON POLLOCK, an Assistant Registrar of Companies incorporated in Jersey duly appointed under the Companies (Jersey) Law 1991, hereby certify that the company named NAUPLIUS LIMITED was incorporated in Jersey under the Companies (Jersey) Law 1991 on 19th June 1997, that it is on the Register of Limited Companies kept under that Law, that the registered number of the company is 68740 and that the registered office of the company is at 22 Grenville Street, St Helier, Jersey, JE4 8PX.

I further certify that to the best of my knowledge and belief the said company has complied with all the statutory requirements relating to the filing of documents with the Registrar of Companies.

Jersey, dated this 1st day of April 1998.



A handwritten signature in black ink, appearing to read 'G. Pollock'.

Assistant Registrar of Companies

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