

F98000004408



ACCOUNT NO. : 072100000032

REFERENCE : 913310 4303929

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 122.50

ORDER DATE : August 3, 1998

ORDER TIME : 11:22 AM

ORDER NO. : 913310-005

CUSTOMER NO: 4303929

CUSTOMER: Myrna Golinsky, Legal Asst
Greenberg Traurig
1221 Brickell Avenue
20th Floor
Miami, FL 33131

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: U.S. DEVELOPMENT DENVER CORP.

W98-17582

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

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DIVISION OF CORPORATE AFFAIRS

8/4/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 3, 1998

CSC

TALLAHASSEE, FL

SUBJECT: U.S. DEVELOPMENT DENVER CORP.
Ref. Number: W98000017582

FILE
1ST
RESUBMIT

Please give original
submission date as file date.

We have received your document for U.S. DEVELOPMENT DENVER CORP. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 898A00040551

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:


1. **U.S. DEVELOPMENT DENVER CORP.**
(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "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. **COLORADO**
(State or Country under the law of which is incorporated)
3. **APPLIED FOR:**
(F.E.I Number, if applicable)
4. **MAY 5, 1998**
(Date of Incorporation)
5. **PERPETUAL**
(Duration: Year corporation will cease to exist or "Perpetual")
6. **DATE OF QUALIFICATION IN FLORIDA**
(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.155 F.S.)
7. **1052 OCEAN DRIVE, SUITE 2216, MIAMI BEACH, FLORIDA 33139**
(Current Mailing Address; please include city, state & zip code)
8. **ANY LAWFUL BUSINESS**
(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:**

Name: **CORPORATION SERVICE COMPANY**

Office Address: **1201 HAYS STREET**

TALLAHASSEE, FLORIDA **32301**
(Zip Code)

10. **REGISTERED AGENT'S ACCEPTANCE:** Having been named as the 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.


(Signature)
Registered Agent

Date: July 31, 1998

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of the state or country in which it is incorporated.

12. NAME OF DIRECTORS and/or OFFICERS:

A. DIRECTORS:

Director: **RICHARD LAYFIELD**
Address: **1052 OCEAN DRIVE, SUITE 2216**
MIAMI BEACH, FLORIDA 33139

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TALLAHASSEE, FLORIDA

B. OFFICERS:

President: RICHARD LAYFIELD
Address: 1052 OCEAN DRIVE, SUITE 2216, MIAMI BEACH, FLORIDA 33139
Secretary: RICHARD LAYFIELD
Address: 1052 OCEAN DRIVE, SUITE 2216, MIAMI BEACH, FLORIDA 33139
Treasurer: RICHARD LAYFIELD
Address: 1052 OCEAN DRIVE, SUITE 2216, MIAMI BEACH, FLORIDA 33139

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

13.  Date: July 30, 1998.
(Signature of Chairman, Vice Chairman, or any Officer listed in #12)

14. Richard Layfield, President
(Print or type Name and Title of person signing this application)

MIAMI/NORMANM/460255/0460255.01/7/29/98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

U.S. DEVELOPMENT DENVER CORP.
(COLORADO CORPORATION)

FILE # 19981083418 WAS FILED IN THIS OFFICE ON May 05, 1998
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: July 17, 1998

Victoria Buckley

SECRETARY OF STATE

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TALLAHASSEE, FLORIDA