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FLORIDA DIVISION OF CORPORATION

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4003

FROM: RUDNICK & WOLFE
CONTACT: JUDITH E COVEY
PHONE: (813)229-2111

ACCT#: 076424002364

FAX #: (813)229-1447

NAME: GROSVENOR INTERNATIONAL (ATLANTIC) LIMITED,

AUDIT NUMBER.....H98000014706

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0

PAGES..... 4

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**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. Grosvenor International (Atlantic) Limited
qualifying in Florida as Grosvenor International (Atlantic) Limited, Inc.
(Name of corporation: 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. Nevada
(State or country under the law of which it is incorporated)
3. 2/23/89
(Date of Incorporation)
4. Perpetual
(Duration)
5. 93-0995167
(Federal Employer Identification number, if applicable)
6. 4/1/98
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 1701 Pennsylvania Avenue, NW, Suite 1050, Washington, D.C. 20006
(Principal office and mailing address)
8. Any and all lawful business
(Corporate purpose and nature of business in which it is engaged in Florida)
9. Names and addresses of officers and/or directors:

<u>Name</u>	<u>Title(s)</u>	<u>Address</u>
John Flavin	Director and President	1701 Pennsylvania Avenue, N.W Washington, D.C. 20006,


Prepared by: John T. Diamandis
Florida Bar No. 0797677
RUDNICK & WOLFE
101 East Kennedy Blvd., Ste. 2000
Tampa, Florida 33602
(813) 229-2111

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- | <u>Name</u> | <u>Title(s)</u> | <u>Address</u> |
|---------------------|-------------------------------|--|
| Ralph W. Hayward | Director and Chairman | 1040 West Georgia Street
Vancouver, B.C., Canada V6E
4H1 |
| Donald A.N. Murray | Director and Vice
Chairman | 1040 West Georgia Street
Vancouver, B.C., Canada V6E
4H1 |
| David A. Taylor | Director and Vice
Chairman | 1040 West Georgia Street
Vancouver, B.C., Canada V6E
4H1 |
| Andrew B. Galbraith | Vice President | 3001 N. Rocky Point Drive East
Tampa, Florida 33607 |
| Cheri L. Hall | Secretary | 1701 Pennsylvania Avenue, N.W.
Washington, D.C. 20006 |
| Nicholas J. Hudson | Treasurer | 1040 West Georgia Street
Vancouver, B.C., Canada V6E
4H1 |
| Marcia C. Washburn | Assistant Treasurer | 1701 Pennsylvania Avenue, N.W.
Washington, D.C. 20006 |
10. Name and Street address of Florida registered agent:
- Name: C T Corporation System
- Office Address: 1200 South Pine Island Road
- Plantation, Florida 33324
- (Zip Code)
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. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of this application)
13. Marcia C. Washburn, Assistant Treasurer
(Name and capacity of person signing application)

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REGISTERED AGENT'S ACCEPTANCE:

Having been named as registered agent and to accept service of process for GROSVENOR INTERNATIONAL (ATLANTIC) LIMITED, the above stated corporation, at the place designated in this application, C T CORPORATION SYSTEM hereby accepts the appointment as registered agent and agrees to act in this capacity. C T CORPORATION SYSTEM further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and C T CORPORATION SYSTEM is familiar with and accepts the obligations of its position as registered agent.

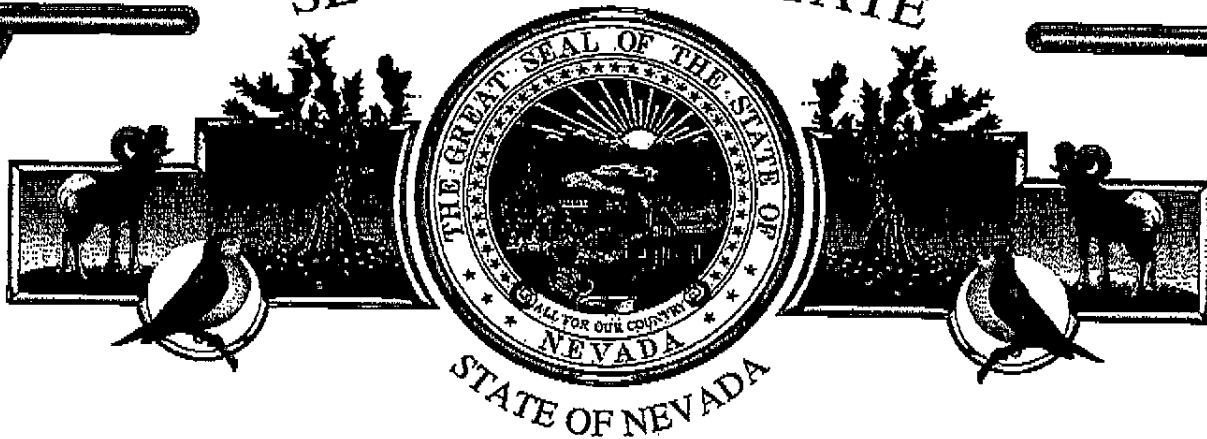
C T CORPORATION SYSTEM

By: Barbara A Burke
Name: _____
Title: BARBARA A. BURKE
SPECIAL ASSISTANT SECRETARY

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SECRETARY OF STATE

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CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **GROSVENOR INTERNATIONAL (ATLANTIC) LIMITED**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since February 23, 1989, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on August 5, 1998.



Secretary of State

Certification Clerk

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