

F98000004849

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: GREAT DELIGHT LTD.

(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:

BORIS ROSEN

(Name of Person)

ROSEN AND COMPANY CPA, PA

(Firm/Company)

25 SE 2nd AVENUE, SUITE 220

(Address)

MIAMI, FLORIDA 33131

(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 27 AM 11:02

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8/27

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

800002616118-4
-08/14/98-01039-004
*****70.00 *****70.00

BORIS ROSEN

(Name of Person)

at (305) 374-2001

(Area Code & Daytime Telephone Number)

W98-18555

COURIER ADDRESS:

Qualification/Tax Lien Section
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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 14, 1998

BORIS ROSEN
ROSEN & COMPANY CPA PA
25 SE 2ND AVENUE, STE 220
MIAMI, FL 33131

SUBJECT: GREAT DELIGHT LTD
Ref. Number: W98000018555

We have received your document for GREAT DELIGHT LTD and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 298A00042312

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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. GREAT DELIGHT LTD 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. BRITISH VIRGIN ISLANDS

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

3. APPLICABLE

(FEI number, if applicable)

4. JULY 28, 1997

(Date of incorporation)

5. PERPETUAL

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

6. AUGUST 1, 1998

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

7. IN CARE OF BORIS ROSEN, CPA

25 SE 2nd AVENUE, SUITE 220, MIAMI, FLORIDA 33131

(Current mailing address)

8. REAL ESTATE INVESTMENTS

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

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

Name: BORIS ROSEN

Office Address: 25 SE 2nd AVENUE, SUITE 220

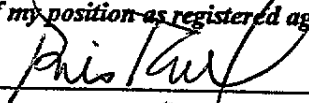
MIAMI

, Florida, 33131

(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: EDILMA CAMARGO

Address: No. C-6, Villa de Las Fuentes, Panama, Republic of Panama.

Director: MARIKENIA CORREA VASQUEZ

Address: No. 119, 9th C North Street, Club X, Panama, Republic of Panama.

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

President: EDILMA CAMARGO

Address: No. C-6, Villa de Las Fuentes, Panama, Republic of Panama.

Vice President: _____

Address: _____

Secretary: MARIKENIA CORREA VASQUEZ

Address: No. 119, 9th C North Street, Club X, Panama, Republic of Panama.

Treasurer: _____

Address: _____

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

13. Edilma Camargo

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. EDILMA CAMARGO, Director and President

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

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DIVISION OF CORPORATIONS
08 AUG 27 AM 11:03

APOSTILLE

(Convention de la Haye du 5 Octobre 1961)

1. Country: British Virgin Islands

This public document

2. has been signed by: Juliette Penn

3. acting in the capacity of: Notary Public

4. bears the Seal of: Juliette Penn

CERTIFIED

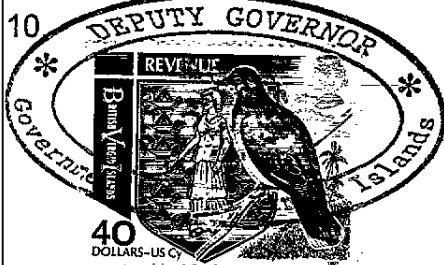
5. at: Deputy Governor's Office

6. on: This 7th day of July, 1998

7. by: Deputy Governor

8. No.: D48237

9. Seal/Stamp



Signature:


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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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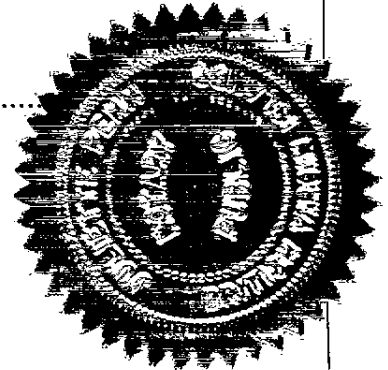
NOTARIAL CERTIFICATE

I, Juliette Penn, Notary Public, appointed for life, duly sworn and practicing in Road Town, Tortola, British Virgin Islands, DO HEREBY CERTIFY and ATTEST that on this day appeared before me Ms. Angela Ng Arcia who is personally known to me and who as the authorized signatory of Arias, Fabrega & Fabrega Trust Co. BVI Limited the Registered Agent of GREAT DELIGHT LTD., has executed the attached Certificate of Incumbency on its behalf and the same has been acknowledged and sufficiently evidenced before me.

IN FAITH AND TESTIMONY I the said Notary hereto sign my name and cause the Seal of my Office to be hereto affixed to serve and avail where helpful.

Dated the 7th day of JULY, 1998.


.....
Juliette Penn
Notary Public
British Virgin Islands



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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MY COMMISSION IS FOR LIFE

APOSTILLE

(Convention de la Haye du 5 Octobre 1961)

1. Country:

British Virgin Islands

This public document

2. has been signed by:

Lorn C. Greene

3. acting in the capacity
of:

Acting Assistant Registrar of Companies

4. bears the Seal of:

Registrar of Companies

CERTIFIED

5. at:

Deputy Governor's Office

6. on:

This 7th day of July,

7. by:

Deputy Governor

8. No.: D48236

9. Seal/Stamp



Signature:

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DIVISION OF CORPORATIONS
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GREAT DELIGHT LTD.

CERTIFICATE OF INCUMBENCY

We, ARIAS, FABREGA & FABREGA TRUST CO. BVI LIMITED, of Wickham's Cay, Road Town, Tortola, British Virgin Islands, HEREBY CERTIFY

THAT we are the Registered Agent for GREAT DELIGHT LTD., a company duly incorporated and in good standing under the International Business Companies Ordinance, 1984 as amended;

THAT the following person are the duly appointed Directors and Officers of the Company:

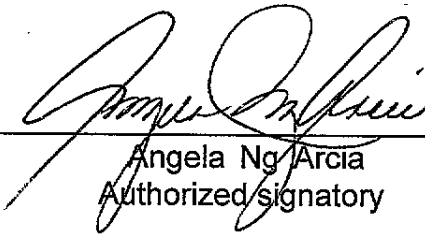
EDILMA CAMARGO
MARIXENIA CORREA VASQUEZ

DIRECTOR / PRESIDENT
DIRECTOR / TREASURER

Done and signed this 6th day of July, 1998 in Road Town, Tortola, British Virgin Islands.

Arias, Fabrega & Fabrega Trust Co. BVI Limited

By: _____



Angela Ng Arcia
Authorized signatory

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