

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Innsbruck, Inc.
(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.

000002616090--3

-08/14/98--01033--002

*****78.75 *****78.75

Please return all correspondence concerning this matter to the following:

John M. Catalano, Esq.

(Name of Person)

Weinstock & Scavo, P.C.

(Firm/Company)

3405 Piedmont Road NE, Suite 300

(Address)

Atlanta, Georgia 30305

(City/State/Zip)

W98-18597

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

John M. Catalano, Esq.

(Name of Person)

at (404) 377-0756

(Area Code & Daytime Telephone Number)

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT -5 AM 10:07

FILED

LR
10/5



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 14, 1998

JOHN M. CATALANO, ESQ.
WEINSTOCK & SCAVO, P.C.
3405 PIEDMONT ROAD NE, SUITE 300
ATLANTA, GA 30305

SUBJECT: INNSBRUCK, LTD.
Ref. Number: W98000018597

We have received your document for INNSBRUCK, LTD. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Thank you for noting in your letter about the suffixes "Ltd." and "Inc." For future reference, please be aware that when a foreign corporation ends with the suffix "Ltd.," that suffix remains in the name, and the "Inc." is added to the name; the suffix "Ltd." is not dropped. In this particular case the name is unavailable, and you must adopt a DIFFERENT name. The name you choose to adopt does not have to have "Ltd." in the name.

You may wish to call the number below to check any name you wish to adopt. Please feel free to call if you have any questions at all.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 398A00042362

WEINSTOCK & SCAVO, P.C.

ATTORNEYS AT LAW

SUITE 300
3405 PIEDMONT ROAD, N.E.
ATLANTA, GEORGIA 30305

FACSIMILE

(404) 231-1618

TELEPHONE

(404) 231-3999

August 13, 1998

MICHAEL WEINSTOCK
ALSO ADMITTED IN FL IL & NJ
JAMES J. SCAVO
ALSO ADMITTED IN CALIF
JOHN P. WILSON, III
STEVEN M. WINTER
MICHAEL J. ZENNER
ALSO ADMITTED IN MN
LOUIS R. COHAN
STEPHEN A. WINTER
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RICHARD J. CAPRIOLA
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J. BERTRAM LEVY
ANTHONY T. POLVINO
CATHLEEN ROBSON SMITH
ALSO ADMITTED IN FL

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RACHEL A. ELOVITZ
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JOHN M. CATALANO
SUSAN B. JACOBS
J. LOUISE DIETZEN
ALSO ADMITTED IN AL

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Attn: Qualification/Tax Lien Section
409 East Gaines Street
Tallahassee, FL 32399

Re: Innsbruck, Inc.

Dear Sir or Madam:

I have enclosed with this letter (i) a completed application for qualification of a foreign corporation for the above referenced corporation, (ii) a check made payable to the Florida Secretary of State in the amount of \$78.75 to cover the cost of the \$70.00 filing fee, plus a certificate of status, and (iii) a certificate of existence for the Innsbruck, Ltd. in the State of Georgia. Please note that we are requesting qualification for Innsbruck, Ltd. in the name of "Innsbruck, Inc." because Florida (unlike Georgia) does not accept "Ltd." as a proper corporate designation.

Please file these documents, and return a certificate of status to me. Should you have any questions regarding this matter, please do not hesitate to call me.

Sincerely yours,



John M. Catalano

JMC:st

Enclosure

innsbruck\florida\corres\sos.fl

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VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Attn: Lee Rivers, Document Specialist
Qualification/Tax Lien Section
409 East Gaines Street
Tallahassee, FL 32399

Re: Innsbruck Ltd., Inc.

Dear Sir or Madam:

Pursuant to your letter dated August 14, 1998 (#398A00042362), I am writing to request qualification for Innsbruck Ltd. under the name Innsbruck Ltd., Inc. Please note that a different Florida corporation bearing the name "Innsbruck, Inc." has been inactive and was administratively dissolved more than a year ago. Accordingly, since it is my understanding that the name is now available, please re-file the documents in your possession, and send the certificate of status to me at your earliest convenience.

Should you have any questions or comments regarding this matter, please do not hesitate to call.

Sincerely yours,



John M. Catalano

JMC:st
Enclosure
innsbruck\florida\corres\sos2.fl

**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. INNSBRUCK, LTD. 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. GEORGIA

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

3. 58-1665719

(FEI number, if applicable)

4. 3/4/1985

(Date of incorporation)

5. PERPETUAL

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

6. UPON AUTHORIZATION BY THE FLORIDA SECRETARY OF STATE

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

7. 8016 SOUTH MAIN STREET, UNIT A-6

HELEN, GEORGIA 30545

(Current mailing address)

8. Development, marketing, and sale of real property and all other purposes authorized by law
(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: MR. JOHN S. FARINA, JR.

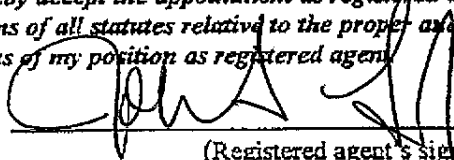
Office Address: 1270 GULF BLVD. #1502

CLEARWATER, Florida, 34630

(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)

JOHN S. FARINA, JR.

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.

FILED
98 OCT -5 AM 10:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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: David Wilkins

Address 8016 South Main Street, Unit A-6

Helen, Georgia 30545

Vice Chairman: None

Address: _____

Director: Jim Wilkins, Sr.

Address: 8016 South Main Street, Unit A-6

Helen, Georgia 30545

Director: Bert Swick

Address: 8016 South Main Street, Unit A-6

Helen, Georgia 30545

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

President: David Wilkins

Address: 8016 South Main Street, Unit A-6

Helen, Georgia 30545

Vice President: Jim Wilkins, Sr.

Address: 8016 South Main Street, Unit A-6

Helen, Georgia 30545

Secretary: Bert Swick

Address: 8016 South Main Street, Unit A-6

Helen, Georgia 30545

Treasurer: Bert Swick

Address: Same as above

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. _____

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

FILED
98 OCT -5 AM 10:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Secretary of State

Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr., Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 981530230
CONTROL NUMBER : 8506816
DATE INC/AUTH/FILED : 03/04/1985
JURISDICTION : GEORGIA
PRINT DATE : 06/02/1998
FORM NUMBER : 211

WEINSTOCK & SCAVO/JOHN CATALANO
3405 PIEDMONT RD, STE 300
ATLANTA GA 30305

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98 OCT -5 AM 10:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

INNSBRUCK, LTD. A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

