

GREENBERG
ATTORNEYS AT LAW
TRAURIG

F98000006161

October 29, 1998

Cathy A. Mitchell
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Axon Securities Group

Dear Ms. Mitchell:

On today's date, I spoke with you regarding a Partnership Registration Statement for the above referenced. You confirmed that this statement had not been abandoned as of yet and that I may forward it to you along with the Application by Foreign Corporation for Authorization to Transact Business in Florida for Greenforest Investments, Ltd. (one of the partners listed in the Partnership Registration Statement).

Therefore, I am enclosing both applications, a check in the amount of \$70.00 to cover the remaining filing fees, and a copy of your letter dated April 14, 1998, for your reference.

If you should have any questions or need any further information, please call me at (305) 579-0500 x2048.

900002679199--7
-11/03/98--01062--008
*****70.00 *****70.00

Sincerely



Annette Botello
Legal Secretary

Enclosures

cc: Carl A. Fornaris, Esq.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -6 PM 12:18
HC 11/6

**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. **GREENFOREST INVESTMENTS LTD., INC.**
(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. **BRITISH VIRGIN ISLANDS**
(State or Country under the law of which is incorporated)
3. **Not Applicable**
(F.E.I. Number)
4. **February 26, 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. 1001 Brickell Bay Dr., Suite 1600, Miami, FL 33131
(Address of Principal Office)
8. Including, but not limited to, producing and distributing publications and organizing educational materials
(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: Eduardo J. Solorzano

Registered
Office Address: 1001 Brickell Bay Drive, Suite 1600, Miami Florida 33131
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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -6 PM 12:18

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.

BY:  Date: September 15, 1998
Agent for Registered Agent

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: LIC. ANDRES OLIVERO

Address: Via España No. 200
Sexto Piso
Panamá 5
Republica de Panamá

B. Officers:

President: GUSTAVO STEIGER

Address: Via España No. 200
Sexto Piso
Panamá 5
Republica de Panamá

Treasurer: LIC. GUSTAVO STEIGER

Address: Via España No. 200
Sexto Piso
Panamá 5
Republica de Panamá

Vice President: ING. CRISTIAN RODRIGUEZ

Address: Via España No. 200
Sexto Piso
Panamá 5
Republica de Panamá

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

13. _____ DATE: September 15, 1998

(Signature of Chairman, Vice Chairman, or any officer listed in #12)

14. ~~Gustavo Stieger, President~~

(Print or type name and office of person signing this application)



TERRITORY OF THE BRITISH VIRGIN ISLANDS
THE INTERNATIONAL BUSINESS COMPANIES ACT
(CAP. 291)

CERTIFICATE OF GOOD STANDING

(Section 114)

No. 269565 GREENFOREST INVESTMENTS LTD.

The Registrar of Companies of the British Virgin Islands
HEREBY CERTIFIES that:

1. *The above company was duly incorporated under the provisions of the International Business Companies Act, (Cap.291) on the 26th day of February, 1998 as Company No. 269565 of the register of International Business Companies.*
2. *The name of the Company is still on the register of International Business Companies and the company has paid all fees, licence fees, and penalties due and payable under the provisions of sections 104 and 105 of the said Act.*
3. *The company has not submitted to me articles of merger or consolidation that have not yet become effective.*
4. *The company has not submitted to me articles of arrangement that have not yet become effective.*
5. *The company is not in the process of being wound up and dissolved.*
6. *No proceedings have been instituted to strike the name of the company off the said register.*
7. *In so far as is evidenced by the documents filed with me the company is in good legal standing.*



Given under my hand and seal
at Road Town, Tortola in the
Territory of the British Virgin Islands
this 15th day of July, 1998

[Signature]
REGISTRAR OF COMPANIES

CRTI004ED

98 NOV -6 PM 12:18

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS**

