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THOMAS C. ROBERGE & COMPANY  
CERTIFIED PUBLIC ACCOUNTANTS

677 NORTH WASHINGTON BOULEVARD  
TALLAHASSEE, FLORIDA 32306  
TELEPHONE: 904/952-3448  
FACSIMILE: 904/954-0971

FLORIDA TOLL FREE:  
800 823-4448

ONE BEACH DRIVE SE, SUITE 220  
ST. PETERSBURG, FLORIDA 33701  
TELEPHONE: 727 822-9393  
FACSIMILE: 727 823-6781

November 19, 1998

Qualification/Registration Section  
Attn: Hart Collins  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

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-11/24/98--01011--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: PALMCOURT ENTERPRISES LTD.

Dear Mr. Collins:

Wag-26421

Per discussion with you today, enclosed is the Application by Foreign Corporation for Authorization to Transact Business in Florida and a photocopy of the incorporation certificate per your instructions. Also enclosed is our check to cover the initial fees.

Please mail the approval to transact business and be registered in Florida to my attention at our St. Petersburg address.

Again, thank you for the courtesy and fine service you extended us today.

Sincerely,



Thomas C. Roberge, CPA

TCR/ng

Enclosures

98 DEC -8 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

LR  
12/8  
FILED

## TRANSMITTAL LETTER

**TO:** QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

**SUBJECT:** PALMCOURT ENTERPRISES LTD., INC.

(Name of corporation)

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:

THOMAS C. ROBERGE, CPA

(Name of Person)

THOMAS C. ROBERGE & COMPANY

(Firm/Company)

ONE BEACH DRIVE SE, SUITE 220

(Address)

ST. PETERSBURG, FLORIDA 33701

(City, State and Zip Code)

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

THOMAS C. ROBERGE, CPA

(Name of Person)

at (727 - 822-9393)

Area Code & Daytime Telephone Number

**COURIER ADDRESS:**

Qualification/Registration Sec.  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 24, 1998

THOMAS C. ROBERGE, CPA  
SUITE 220  
ONE BEACH DRIVE SE  
ST PETERSBURG, FL 33701

SUBJECT: PALMCOURT ENTERPRISES LTD., INC.  
Ref. Number: W98000026421

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

A brief description of the entity's nature of business must be included in the document.

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: 898A00056170

**THOMAS C. ROBERGE & COMPANY**  
CERTIFIED PUBLIC ACCOUNTANTS

677 NORTH WASHINGTON BOULEVARD  
SARASOTA, FLORIDA 34236  
TELEPHONE: 941 952-5848  
FACSIMILE: 941 954-0912

FLORIDA TOLL FREE:  
800 823-4448

ONE BEACH DRIVE SE, SUITE 220  
ST. PETERSBURG, FLORIDA 33701  
TELEPHONE: 727 822-9393  
FACSIMILE: 727 823-6781

December 1, 1998

Mr. Lee Rivers  
Document Specialist  
Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: PALMCOURT ENTERPRISES LTD., INC.

Dear Mr. Rivers:


Thank you for your letter of November 24, 1998 regarding the above corporation (copy enclosed).

The company wishes to engage in the business of residential real estate rentals. I apologize for this omission on line 8 of the original application. Also enclosed is line 8 of the original application as corrected.

Again, thank you for bringing this to our attention.

Please contact us if you have questions.

Sincerely,



Thomas C. Roberge, CPA

TCR/ c  
Enclosure

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

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN  
THE STATE OF FLORIDA:

1. PALMCOURT ENTERPRISES 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. BRITISH VIRGIN ISLANDS 3. 98-0196063  
APPLIED FOR

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

(FEI number, if applicable)

4. 10/23/98 5. PERPETUAL

(Date of Incorporation)

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

6. 1/1/99

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

7. C/O THOMAS C. ROBERGE, CPA

ONE BEACH DRIVE SE, SUITE 220  
(Current mailing address)

8. ST. PETERSBURG, FLORIDA 33701 RESIDENTIAL REAL ESTATE

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

9. Name and address of Florida registered agent:

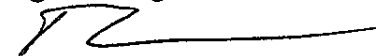
Name: THOMAS C. ROBERGE, CPA

Office Address: ONE BEACH DRIVE SE, SUITE 220

ST. PETERSBURG, Florida, 33701  
(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.

FILED  
98 DEC -8 AM 9:33  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: KLAUS SCHILLING  
Address: C/O THOMAS C. ROBERGE, ONE BEACH DR. SE, STE 220  
ST. PETERSBURG, FLORIDA 33701  
Vice Chairman: MICHAEL BEIER  
Address: C/O THOMAS C. ROBERGE, ONE BEACH DR. SE, STE 220  
ST. PETERSBURG, FLORIDA 33701  
Director: KLAUS SCHILLING  
Address: C/O THOMAS C. ROBERGE, ONE BEACH DR. SE, STE 220  
ST. PETERSBURG, FLORIDA 33701  
Director: MICHAEL BEIER  
Address: C/O THOMAS C. ROBERGE, ONE BEACH DR. SE, STE 220  
ST. PETERSBURG, FLORIDA 33701

B. OFFICERS

President: KLAUS SCHILLING  
Address: C/O THOMAS C. ROBERGE, ONE BEACH DR. SE, STE 220  
ST. PETERSBURG, FLORIDA 33701  
Vice President: CORNELIA NOELDER  
Address: C/O THOMAS C. ROBERGE, ONE BEACH DR. SE, STE 220  
ST. PETERSBURG, FLORIDA 33701  
Secretary: MELITTA MOHRING  
Address: C/O THOMAS C. ROBERGE, ONE BEACH DR. SE, STE 220  
ST. PETERSBURG, FLORIDA 33701  
Treasurer: CORNELIA NOELDER  
Address: C/O THOMAS C. ROBERGE, ONE BEACH DR. SE, STE 220  
ST. PETERSBURG, FLORIDA 33701

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)

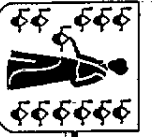
and/or directors.

14. KLAUS SCHILLING

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

98 DEC -8 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

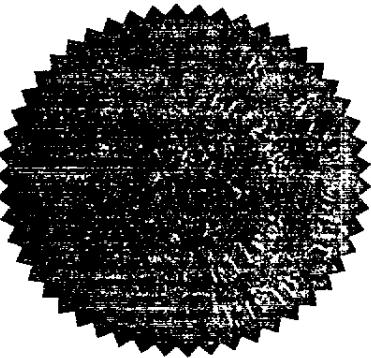


TERRITORY OF THE BRITISH VIRGIN ISLANDS  
THE INTERNATIONAL BUSINESS COMPANIES ACT  
(CAP. 291)

CERTIFICATE OF INCORPORATION (SECTIONS 14 AND 15)

No. 298353

The Registrar of Companies of the British Virgin Islands HEREBY CERTIFIES  
pursuant to the International Business Companies Act, Cap. 291 that all  
the requirements of the Act in respect of incorporation having been satisfied,  
PALMCOURT ENTERPRISES LTD.  
is incorporated in the British Virgin Islands as an International Business  
Company this 23rd day of October, 1998.



CRTI001PC

ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED  
DATE 06-11-2001 BY 60322  
JAL/STP

Given under my hand and seal at  
Road Town, in the Territory of the  
British Virgin Islands

*[Signature]*  
REGISTRAR OF COMPANIES

CE 11

