

F980000006916

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: BAYVIEW COMPANY LIMITED

(Name of corporation - must include suffix)

100002703251--4

-12/04/98--01064--003

****122.50 *****78.75

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:

Ralph B. Laughton, Esq.

(Name of Person)

6142 Miramar Parkway

(Firm/Company)

Suite B

(Address)

Miramar, FL 33023

(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 21 AM 11:28

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

Ralph B. Laughton, Esq. at (954) 962-1678

(Name of Person)

(Area Code & Daytime Telephone Number)

STREET 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

12/21/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 7, 1998

RALPH B. LAUGHTON, ESQ.
6142 MIRAMAR PARKWAY
SUITE B
MIRAMAR, FL 33023

SUBJECT: BAYVIEW COMPANY LIMITED
Ref. Number: W98000027247

We have received your document for BAYVIEW COMPANY LIMITED and your check(s) totaling \$122.50. 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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 898A00057657

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RALPH B. LAUGHTON, P. A.

6142 MIRAMAR PARKWAY
SUITE B
MIRAMAR, FL 33023

Telephone: (954) 962-1678

Facsimile: (954) 962-7823

E-mail: RBLaughton@aol.com

December 14, 1998

Florida Department of State
Division of Corporations
POB 6327
Tallahassee, FL 32314

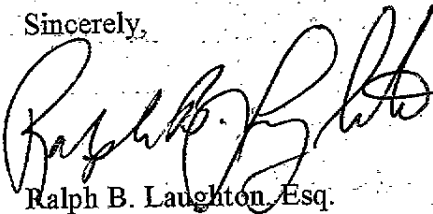
Ref. Number: W98000027247
BAYVIEW COMPANY LIMITED INC.

Dear Ms. Agnes Lunt :

Pursuant to your letter of December 7, 1998, enclosed please find a corrected application containing a proper suffix for the subject corporation.

Please contact me if I may be of further assistance in this matter

Sincerely,



Ralph B. Laughton, Esq.

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SECRET
TALLAHASSEE, FLORIDA

**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. BAYVIEW COMPANY LIMITED, 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. Commonwealth of Bahamas 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 08, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. No transactions at this time.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1430 SW 72nd Avenue
Plantation, Fl 33317-5078
(Current mailing address)

8. To engage in any act or activity not prohibited 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)

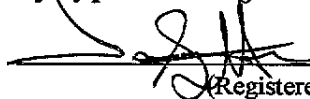
Name: Warren E. Munroe

Office Address: 1430 SW 72nd Avenue

Plantation, _____, Florida, 33317-5078
(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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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: Yvonne Munroe

Address: 1430 SW 72nd Avenue

Plantation, FL 33317-5078

Vice Chairman: Warren E. Munroe

Address: 1430 SW 72nd Avenue

Plantation, FL 33317-5078

Director: Wayne Munroe

Address: 1430 SW 72nd Avenue

Plantation, FL 33317-5078

Director: _____

Address: _____

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

President: Yvonne Munroe

Address: 1430 SW 72nd Avenue

Plantation, FL 33317-5078

Vice President: Warren Munroe

Address: 1430 SW 72nd Avenue

Plantation, FL 33317-5078

Secretary: Wayne Munroe

Address: 1430 SW 72nd Avenue


Plantation, FL 33317-5078

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

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

14. Warren E. Munroe, Vice President
(Typed or printed name and capacity of person signing application)

No. 44,051

Commonwealth of The Bahamas.

Certificate of Incorporation



I, **CEDRIC F. MOKEY**..... **ASST.**

Registrar-General for The Bahamas, do hereby certify that a Memorandum of Association of

..... **BAYVIEW GROUP LIMITED**..... *has this day been registered*

in my office under the provisions of the Companies Act 1992.....

Whereby the said Parties have become and are an incorporated Company under.....

the name and style of..... **BAYVIEW GROUP LIMITED**.....

And I further certify that the Liability of the said Company is Limited

Given under my hand and seal of office at the City of Nassau

the..... **8TH**..... *day of*..... **JANUARY**..... *A.D.*..... **1998**

Cedric F. Mokey

ASST. Registrar-General.

ST. JOHN
FLORIDA
DEC 21