

F99000002369



ACCOUNT NO. : 072100000032

REFERENCE : 232419 11489A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 87.50

ORDER DATE : May 7, 1999

ORDER TIME : 1:32 PM

ORDER NO. : 232419-005

CUSTOMER NO: 11489A

CUSTOMER: Steven P. Oppenheim, Esq
Oppenheim & Associates
Rivergate Plaza, Suite 1000
444 Brickell Avenue
Miami, FL 33131

400002868304--9

FOREIGN FILINGS

NAME: GIU, S.A. (IN FLORIDA GIU, S.A
INC.)

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING- QUANTITY (2)

CONTACT PERSON: James Guy

99 MAY -7 PM 2:29
99 MAY -7 PM 3:17
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
4/5/7/99

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. GIU. S.A.

(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. Bahamas

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

3. 52-2166604

(FEI number, if applicable)

4. April 28, 1998

(Date of incorporation)

5. Perpetual

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

6. Upon Qualifications

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

7. 3396 Crystal Court, Miami, FL 33133

(Current mailing address)

8. Real Estate Development

(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: Steven P. Oppenheim, Esq.

Office Address: 444 Brickell, Suite 1000

Miami, FL

, 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.

Steven P. Oppenheim
(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.

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: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: Carlo Fontanesi

Address: 3396 Crystal Court

Miami, FL 33133

Director: _____

Address: _____

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

President: Carlo Fontanesi

Address: 3396 Crystal Court

Miami, FL 33133

Vice President: _____

Address: _____

Secretary: Carlo Fontanesi

Address: 3396 Crystal Court

Miami, FL 33133

Treasurer: _____

Address: _____

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93 MAY -7 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

14. Carlo Fontanesi, President
(Typed or printed name and capacity of person signing application)

IBC 08

COMMONWEALTH OF THE BAHAMAS
THE INTERNATIONAL BUSINESS COMPANIES ACT 1989
(No. 2 of 1990)

CERTIFICATE OF GOOD STANDING (Section 11)

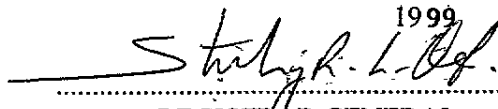
No. 75,446 B

GIU. S.A.

I, **STERLING R. L. QUANT**....., Registrar General of the Commonwealth of The Bahamas DO HEREBY CERTIFY:

1. The above Company was duly (incorporated) (~~incorporated~~) under the provision of the International Business Companies Act 1989(No. 2 of 1990) on the **28TH** day of **APRIL** 19 **98** as a Company No. **75,446 B** of the Register of International Business Companies.
2. The name of the Company is still on the Register of the International Business Companies and the Company has paid all fees, licence fees and penalties due and payable under the provisions of Sections **102** and **103** of the said Act.
3. The Company has not submitted to me Articles of Merger or Consolidation that have not yet been effective.
4. The Company has not submitted to me Articles of Arrangement that has 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 Nassau
in the Commonwealth of The Bahamas
this **28TH** day of **APRIL**
1999.


.....
REGISTRAR GENERAL

99 MAY -7 PM 3:30
SECRETARY OF STATE
NASSAU, FLORIDA