

F99000003378

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Heaven's Door Corporation *W99-14168*
(Name of corporation - must include suffix)

Dear Sir or Madam: *00789-00310-00671*

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:

Don A. Paradiso, Esq.

(Name of Person)

2072 South Military Trail, Suite 7

(Firm/Company)

West Palm Beach, Florida 33415

(Address)

(City/State/Zip)

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-06/15/99--01089--010

*****131.25 *****87.50**

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

Don

(Name of Person)

at (561) 649-1000

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Name	MJH
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

*PLS. SEND
CERTIFIED
COPY*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 28 PM 1:50



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 17, 1999

DON A. PARADISO, ESQ.
2072 SOUTH MILITARY TRAIL, SUITE 7
WEST PALM BEACH, FL 33415

SUBJECT: HEAVEN'S DOOR CORPORATION
Ref. Number: W99000014168

We have received your document for HEAVEN'S DOOR CORPORATION and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 299A00032582

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Don A. Paradiso, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____

Heaven's Door Corporation
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,

was duly adopted on June 23, 19 99.

Be it resolved, that Heaven's Door Corporation,
(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name

HDC International Corporation for use in Florida.

Dated: June 23, 1999



Signature of either Chairman, Vice Chairman or any officer

Don A. Paradiso, Secretary

Type or print name

99 JUN 28 PM 1:50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

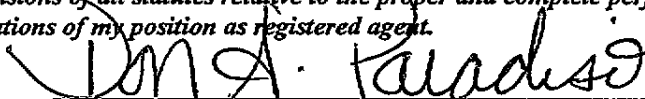
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. Heaven's Door Corporation
(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. Delaware
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. October 27, 1994
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. August 1, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3300 North University Drive, Suite 403
Coral Springs, Florida 33065
(Current mailing address)
8. All lawful purposes permitted by Delaware 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: Don A. Paradiso
Office Address: 2072 South Military Trail #7
West Plam Beach, Florida, 33415
(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)

Don A. Paradiso

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
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 28 PM 1:50

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: Charles A. Scheuerman

Address: 3300 North University Drive, #403
Coral Springs, Florida 33065

Vice Chairman: _____

Address: _____

Director: Michael D. Mitchell, M.D.

Address: 3300 North University Drive, #403
Coral Springs, Florida 33065

Director: Howard Weiser

Address: 3300 North University Drive, #403
Coral Springs, Florida 33065

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

President: Xavier Metichecchia

Address: 3300 North University Drive, #403
Coral Springs, Florida 33065

Vice President: _____

Address: _____

Secretary: Don A. Paradiso

Address: 2072 South Military Trail, #7
West Palm Beach, Florida 33415

Treasurer: Michael D. Mitchell, M.D.

Address: 3300 North University Drive, #403
Coral Springs, Florida 33065

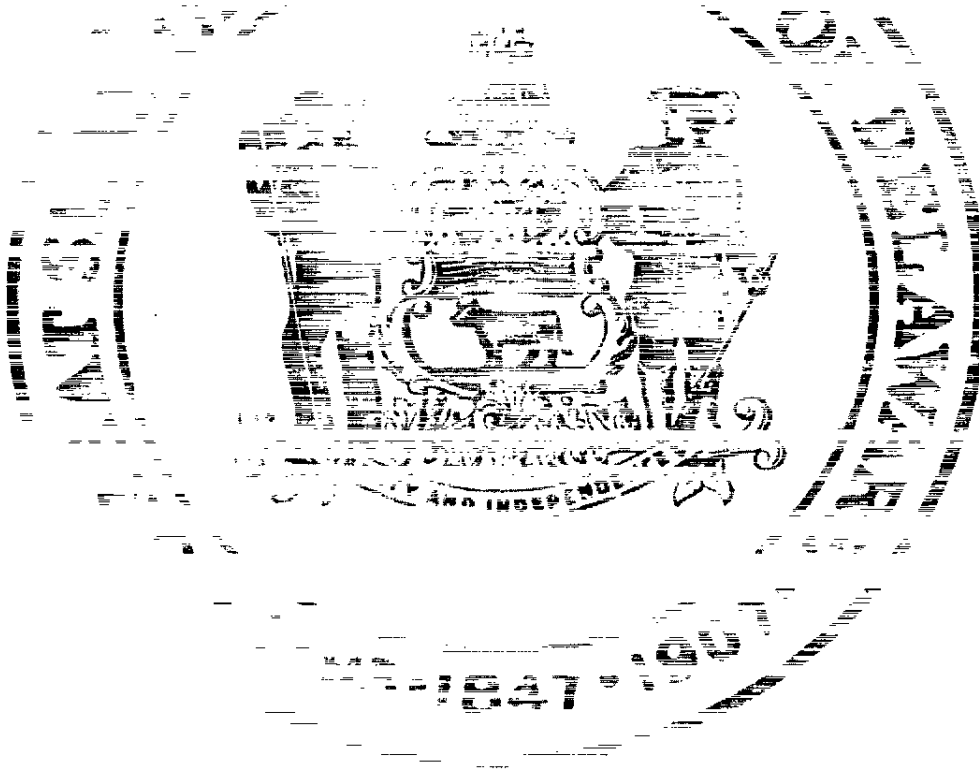
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

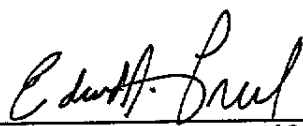
13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Don A. Paradiso, Secretary
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEAVEN'S DOOR CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF JUNE, A.D. 1999.





Edward J. Freel, Secretary of State

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991229729

AUTHENTICATION: 9792188

DATE: 06-08-99