

F99000004164

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: Cactus Enterprises I, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

400002935344--4
-07/19/99--01125--005
*****437.50 *****87.50

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:

RS Schmitt
(Name of Person)
Cactus Enterprises Inc.
(Firm/Company)
235 Lincoln Rd Ste 204
(Address)
Miami Beach, Fl. 33139
(City/State/Zip)

F99-4164
SEARCHED
SERIALIZED
INDEXED
FILED
AUG 12 1999
TALLAHASSEE, FL

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

RS Schmitt at (305) 672-2700
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

MAILING ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 12 PM 3:31



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 28, 1999

RS SCHMITT
235 LINCOLN ROAD, SUITE 204
MIAMI BEACH, FL 33139

I,
SUBJECT: CACTUS ENTERPRISES, INC.
Ref. Number: W99000017509

We have received your document for CACTUS ENTERPRISES INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the names and street addresses of the officers and directors of the corporation on the form/application.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 999A00038544

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 12 PM 3:37

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. Cactus Enterprises I, 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. Delaware (State or country under the law of which it is incorporated)
3. 65-090-7805 (FEI number, if applicable)

4. 03/29/99 (Date of incorporation)
5. perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. a. 235 Lincoln Rd Ste 204 Miami Beach, Fl. 33139 (Principal office address)

b. 235 Lincoln Rd Ste 204 Miami Beach, Fl. 33139 (Current mailing address)

8. Internet Commerce (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: CORPORATE CREATIONS, INC

Office Address: 911 FOURTH Ste 200 Miami Beach, Florida 33139 (Zip code)

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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.

[Handwritten signature]
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: RS Schmitt

Address: 235 Lincoln Rd Ste 204 Miami Beach, Fl. 33139

Vice Chairman: RS Schmitt

235 LINCOLN ROAD
SUITE 204
MIAMI BEACH, FL 33139

Address: _____

Director: RS Schmitt

235 LINCOLN ROAD
SUITE 204
MIAMI BEACH, FL 33139

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: RS Schmitt

235 LINCOLN ROAD
SUITE 204
MIAMI BEACH, FL 33139

Address: _____

Vice President: RS Schmitt

235 LINCOLN ROAD
SUITE 204
MIAMI BEACH, FL 33139

Address: _____

Secretary: RS Schmitt

235 LINCOLN ROAD
SUITE 204
MIAMI BEACH, FL 33139

Address: _____

Treasurer: RS SCHMITT

235 LINCOLN ROAD
SUITE 204
MIAMI BEACH, FL 33139

Address: _____

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

13. [Signature]

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

14. RS Schmitt President

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 12 PM 3:37

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 "CACTUS ENTERPRISES I, INC." 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 NINTH DAY OF AUGUST, A.D. 1999.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

3022969 8300

DATE: 9911312

991324696

08-09-99