

F99000006269

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: BAVARIA ENTERPRISES, INC

(Name of corporation - must include suffix)

Dear Sir or Madam:

*\$3465.00*  
*00789-00734-00071*

100002944561--5  
-07/29/99-01009-003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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.

*W99-17689*

Please return all correspondence concerning this matter to the following:

Martha C Morgenstern

(Name of Person)

100002944561--5  
-09/30/99-01058-001  
\*\*\*\*\*700.00 \*\*\*\*\*700.00

(Firm/Company)

4255 Gulf Shore Blvd N Apt 1201

(Address)

Naples, FL 34103

(City/State/Zip)

100002944561--5  
-12/06/99-01022-001  
\*\*\*\*\*785.00 \*\*\*\*\*785.00

MJH

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

John McSkimming

(Name of Person)

at ( 941 ) 649-4212

(Area Code & Daytime Telephone Number)

99 DEC -3 PM 1:16

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 30, 1999

MARTHA C. MORGENSTERN  
4255 GULF SHORE BLVD. N., APT. 1201  
NAPLES, FL 34103

SUBJECT: BAVARIA ENTERPRISES, INC.  
Ref. Number: W99000017689

We have received your document for BAVARIA ENTERPRISES, 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):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3465.00.

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: 499A00038858

August 30, 1999

Florida Dept of State  
Division of Corporations  
P O Box 6327  
Tallahassee FL 32314

Attn: Michelle Hodges, Letter No. 499A00038858

Subject: Bavaria Enterprises, Inc  
Ref. No. W99000017689

Re: Letter Number 499A00038858

Subject corporation has only one asset - a rental apartment.

I am very disappointed that my effort to register the Corporation with your office was returned.

I am a resident and citizen of Argentina.

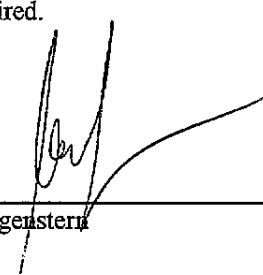
I purchased an apartment in Naples, Fl.; I occupy it a few months during the summer.

It was unoccupied in the USA tourist season and I was advised to rent .

The decision to include the apartment in a corporation appears to have been a mistake, as I was not told or was aware of different Florida State Documents that had to be filed.

Now, years later you state I owe \$3465. I have changed Tax Advisors and certainly will comply in the future.

I request leniency in the amount owed and advice on further forms required.



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Martha C Morgenstern  
President

TO: Gerry York, General Counsel's Office  
FROM: Gretchen S. Harvey, Registration Section  
DATE: September 8<sup>th</sup>, 1999  
SUBJECT: BAVARIA ENTERPRISES, INC.  
REFERENCE: W99000017689

Pursuant to Ms. Morgenstern's letter of August 30<sup>TH</sup>, the attached documents and correspondence are being forwarded to you for appropriate handling.

Please note the attached documents appear to meet the filing requirements stipulated in Chapter 607, Florida Statutes, with the exception of any penalty or annual report fees that may be due this office.

Should you have any further questions concerning this matter, please do not hesitate to get in touch.

/gsh



**FLORIDA DEPARTMENT OF STATE**  
**Katherine Harris**  
**Secretary of State**  
**OFFICE OF THE GENERAL COUNSEL**

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**FACSIMILE TRANSMITTAL**

**TO FAX NUMBER: (941) 649-8943**

**Please deliver the following pages to:**

**NAME: John McSkimming**

**COMPANY: Bavaria Enterprises, Inc.**

**CITY/STATE: Naples, Florida**

**SENDER: Gerard T. York, Esq.,  
Assistant General Counsel**

**DATE/TIME: 09/14/99 2:19 PM**

**NUMBER OF PAGES (including transmittal sheet):2**

**FROM FAX: 850/922-5763 (Suncom 292-5763)**

**COMMENTS: This communication is pursuant to our conversation today regarding annual report fees and statutory penalties assessed against Bavaria Enterprises, Inc. ("Bavaria") under section 607.1502(4), Florida Statutes.**

**Bavaria has filed an Application for a Certificate of Authority indicating it has transacted business in Florida since 1996. If this is correct, then an amount of \$3465 in penalties and annual report fees is now due. To avoid litigation, we would offer to settle the issue of foreign non-qualified penalties from Bavaria for the sum of \$1465, reflecting annual report fees from 1996 of \$ 465 and penalties from 1996 of \$1000 assessed in a lump sum.**

**Upon receipt of a check for \$1465 amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue Bavaria a Certificate of Authority to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida 32399-0250. Please do not hesitate to contact me should you have any questions.**

**If there are any problems in receiving this transmission, call Jane at 850/414-5536 or Suncom 994-5536.**

**LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250**

RECEIVED

SEP 29 1999

Office of General Counsel  
Department of State

September 23, 1999

Gerard T York, Esq  
Asst. General Counsel  
Office of General Counsel  
LL-10 The Capitol  
Tallahassee, FL 32399-0250

Re: Company, Bavaria Enterprises, Inc

Sir,

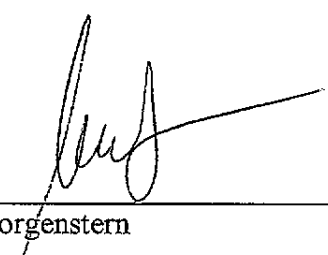
Thank you for your understanding in this matter.

Per our telephone conversation, enclosed is a check in the sum of \$700; the balance of \$765 to be forwarded in November, 1999.

RECEIVED

SEP 27 1999

Office of General Counsel  
Department of State

  
\_\_\_\_\_  
Martha C Morgenstern

RECEIVED

NOV 30 1999

Office of General Counsel  
Department of State

Gerard T York, Esq  
Asst. General Counsel  
Office of General Counsel  
LL-10 The Capitol  
Tallahassee, FL 32399-0250

NOVEMBER 28, 1999

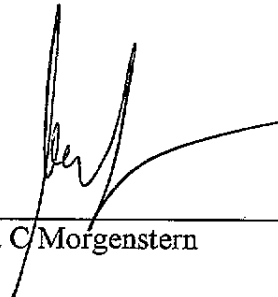
Re: Company, Bavaria Enterprises, Inc

Sir,

Enclosed Check for \$765 completes the payment due to permit issuance of a "Certificate Of Authority" for the Corporation..

Address:

Bavaria Enterprises, Inc PMB5  
P O Box 413005  
Naples, FL 34101-3006

  
\_\_\_\_\_  
Martha C Morgenstern





# *Department of State*

## *Memorandum Office of the General Counsel*

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TO: File

FROM: Gerard York, Assistant General Counsel

DATE: November 30, 1999

RE: Bavaria Enterprises, Inc.

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Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1996 of \$465.00 and foreign non-qualified penalties of \$1000.00 assessed in a lump sum. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

**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. BAVARIA ENTERPRISES INCORPORATED

(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

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

3. 58-2167522

(FEI number, if applicable)

4. 02-06-91

(Date of incorporation)

5. Perpetual

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

6. 01-01-96

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

7. P O Box 413005, Suite No. 5

Naples Fl 34101-3005

(Current mailing address)

8. Owner Of Rental Residential Property

(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: Martha C Morgenstern

Office Address: 4255 Gulf Shore Blvd N Apt 1201

Naples

, Florida, 34103

(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.

99 DEC -3 PM 1:16

FLORIDA STATE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

President: Martha C Morgenstern

Address: 4255 Gulf Shore Blvd N Apt-1201

Naples Fl 34103

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

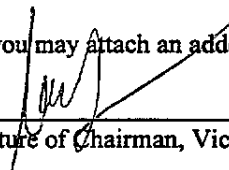
Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

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

14. Martha C Morgenstern  
(Typed or printed name and capacity of person signing application)

REF: **BAVARIA ENTERPRISES INC.**  
Certificate of Good Standing

**APOSTILLE**

(Convention de La Haye du 5 Octobre 1961)

1. Country: British Virgin Islands  
This public document
2. has been signed by: Lorn C. Greene
3. acting in the capacity of: Assistant Registrar of Companies
4. bears the seal of: Registrar of International Business Companies

**CERTIFIED**

5. at: Road Town
6. the: 20th day of July, 1999.
7. by: **Deputy Registrar/High Court**

8. No. *H-019495-1999*

9. Seal/Stamp



10. Signature

*[Handwritten Signature]*

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

CERTIFICATE OF GOOD STANDING

(Section 114)

No. 40289

BAVARIA ENTERPRISES INC.

The Registrar of Companies of the British Virgin Islands  
HEREBY CERTIFIES that:

1. The above company was duly incorporated under the provisions of the International Business Companies Act, (Cap.291) on the 6th day of February, 1991 as Company No. 40289 of the register of International Business Companies.
2. The name of the Company is still on the register of International Business Companies and the company has paid all fees, licence fees, and penalties due and payable under the provisions of sections 104 and 105 of the said Act.
3. The company has not submitted to me articles of merger or consolidation that have not yet become effective.
4. The company has not submitted to me articles of arrangement that have 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 Road Town, Tortola in the  
Territory of the British Virgin Islands  
this 16th day of July, 1999

CRTI004MQ

REGISTRAR OF COMPANIES