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June 3, 1998

Florida Department of State
Registration Section
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

700002552247--8
-06/09/98--01021--001
***285.00 ***285.00

Re: Registration of Foreign Limited Liability Company, FinArt, L.C.

Enclosed please find Application, Affidavit, Certificate of Existence, Designation of Registered Agent and Check for \$285.00 for filing fee and Registered Agent Designation.

Please send us a letter of acknowledgment.

Sincerely,

Helga Barnard

Helga Barnard
Legal Assistant

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

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DIVISION OF CORPORATIONS
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. FinArt, L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Czech Republic
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. February 18, 1993
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. May 20, 1998
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2198 Main Street
Sarasota, FL 34237
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Tomas Andel</u>	<u>MGRM</u>	<u>Martin Andel</u>	<u>MGRM</u>
<u>Riegrova 373</u>		<u>Pacovska 961</u>	
<u>Rudna 25219</u>		<u>Praha 4, 14000</u>	
<u>Czech Republic</u>		<u>Czech Republic</u>	
<u>Oldrich Andel</u>	<u>MGRM</u>		
<u>Riegtora 373</u>			
<u>Rudna 25219</u>			
<u>Czech Republic</u>			

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

V ý p i s

z obchodního rejstříku, vedeného
Krajským obchodním soudem v Praze
oddíl C, vložka 17914

Den zápisu: 18. února 1993

Obchodní jméno: FinArt s.r.o.
Sídlo: Rudna Riegrova 373
Identifikační číslo: 47 53 77 87

Právní forma: Společnost s ručením omezeným

Předmět podnikání:

- koupě zboží za účelem jeho dalšího prodeje a prodej
- činnost organizačních a ekonomických poradců
- realitní kancelář
- pronájem dopravních prostředků

Statutární orgán:

Jednatel: ing. Oldřich Anděl
Rudna Riegrova 373

Jednatel: Tomáš Anděl
Rudna Riegrova 373

Jednatel: ing. Martin Anděl
Praha 4, Pacovská 961

Způsob jednání jménem společnosti: za společnost jednají
jednatelé.

Podepisování se děje tak, že k napsanému nebo předepsanému
jménu společnosti připojí svůj podpis jednatel samostatně

Výše vkladu každého společníka a rozsah splacení:

Ing. Oldřich Anděl

Rudná okr. Beroun, Riegrova 373

Vklad: 7 040 000,- Kč

Splaceno: 100 %

Ing. Tomáš Anděl

Rudná okr. Beroun, Riegrova 373

Vklad: 7 040 000,- Kč

Splaceno: 100 %

Ing. Martin Anděl

Praha 4, Pacovská 961

Vklad: 7 040 000,- Kč

Splaceno: 100 %

Základní jmění: 21 120 000,- Kč

Ostatní skutečnosti:

-Datum sepsání spol. smlouvy: 4.2.1993

----- Správnost tohoto výpisu se potvrzuje -----

Krajský obchodní soud v Praze

Datum:12. V. 1998.

Číslo výpisu: 3766/98



Vyhotovil: Nenadállová

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EXTRACT FROM THE COMPANIES REGISTER
kept by the Regional Companies Court in Prague
Section C, Insert 17914

Date of registration: Februar 18, 1993

Trade name: FinArt s.r.o.

Registered office: Rudná, Riegrova 373

Registration number (IČO): 47 53 77 87

Legal form: limited liability company

Sphere of business:

- purchase of goods for further sale and sale
- organizinational and economical consultancy
- real estate agency
- traffic vehicles hire

Statutory body:

Executive: Oldřich Anděl, Eng
Rudná, Riegrova 373

Executive: Tomáš Anděl
Rudná, Riegrova 373

Executive: Martin Anděl, Eng
Praha 4, Pacovská 961

Signing policy in the name of the company: Executives act on behalf of the company.
The executive authorized to sign appends his/her name separately to a written or prescribed name of the company.

Each partner's authorized deposit and volume of payment:

Oldřich Anděl, Eng
Rudná, County Beroun, Riegrova 373
Deposit: 7 040 000,- CZK
Paid up: 100%

Tomáš Anděl, Eng
Rudná, County Beroun, Riegrova 373
Deposit: 7 040 000,- CZK
Paid up: 100%

Martin Anděl, Eng
Prague 4, Pacovská 961
Deposit: 7 040 000,- CZK
Paid up: 100%

Basic capital: 21 120 000,- CZK

Other facts:

- Date of drafting of the partnership contract: Feb 4, 1993

-----This is to certify the corectness of this extract -----
Regional Companies Court in Prague

Date: May 12, 1998

Extract no: 13766/98

Stamp fee: 70,- CZK

Attest: Nenadálová

Official seal of the Regional Companies Court in Prague

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Translation
from the Czech into the English

Interpretative clause

I the undersigned sworn interpreter of the German and English language, appointed by the Decree of Minister of Justice, Ref. No. 879/87, dated March 5, 1987, hereby certify that the above is a true and exact translation of the Document written in the Czech language and attached hereto.

This interpreter deed is registered in my interpreter record, File No. 578/98/T.

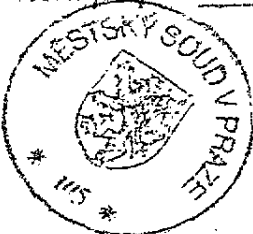
In Prague, May 13, 1998

Martina Sweeney
PhD. Martina Sweeney
Official translator



Běž. čís. seznamu 1

Potvrzuje se že, M. Sweeneyová
jst ustanoven stálým příležitostným tlumočn-
kem jazyka anglického



13. května 1998

Kund

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

FinArt, L.C.

2. The name and the Florida street address of the registered agent and office are:

P. Christopher Jaensch

(Name)

2198 Main Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Sarasota

FL 34237

City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
FinArt, L.C. certifies:

1) the above named limited liability company has at least two members;

2) the total amount of cash contributed by the member(s) is \$ 645,850;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ - 0 -;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 645,850;
(This total includes amounts from 2 and 3 above.)

X

Tomas Andel



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Tomas Andel

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

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