

F99000006388

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Heartland Hotel Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

Derick Rackham 100003063321--7
-12/07/99--01076--004
*****87.50 *****87.50
(Name of Person)

Heartland Hotel Corporation
(Firm/Company)

123 Third Ave SW
(Address)

Cedar Rapids IA 52404
(City/State/Zip)

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

Derick Rackham at (319) 363-8613
(Name of Person) (Area Code & Daytime Telephone Number)

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99 DEC -7 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Handwritten: 12-10-99

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. Heartland Hotel 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. Iowa 3. 42-1358130
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9-18-90 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. December 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 123 Third Ave SW
Cedar Rapids IA 52404
(Current mailing address)

8. hotel management
(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: David Hadrick

Office Address: Grand Key Resort, 3990 S. Roosevelt Blvd
Key West, Florida, 33040
(Zip code)

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TALLAHASSEE, FLORIDA
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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.

David Hadrick
(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: sole director Derick Rackham

Address: 5054 Winter Court

Cedar Rapids IA 52411

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Derick Rackham

Address: 5054 Winter Court

Cedar Rapids IA 52411

Vice President: James R. Smith

Address: 5113 Silver Lake Dr

Plano TX 75093

Secretary: James R. Smith

Address: 5113 Silver Lake Dr

Plano TX 75093

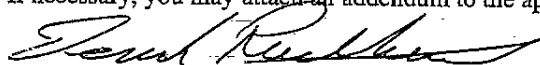
Treasurer: Derick Rackham

Address: 5054 Winter Court

Cedar Rapids IA 52411

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TALLAHASSEE FLORIDA

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. Derick Rackham, President
(Typed or printed name and capacity of person signing application)

IOWA

No. 00104705
Date: 11/29/1999

SECRETARY OF STATE

490 DP-000145412
HEARTLAND HOTEL CORPORATION
ATTN MARY ANN THIES
123 3RD AVE SW 4TH FL
CEDAR RAPIDS, IA 52404

CERTIFICATE OF EXISTENCE

Name: HEARTLAND HOTEL CORPORATION
Begin date: 19900918
Expiration: PERPETUAL

I, CHESTER J. CULVER, secretary of state of the state of Iowa, custodian of the records of incorporations, certify that the corporation is in existence and was duly incorporated under the laws of Iowa on the date printed above, that all fees required by the Iowa Business Corporation Act have been paid by the corporation, that the most recent biennial corporate report has been filed by the secretary of state, and that articles of dissolution have not been filed.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Chester J. Culver
CHESTER J. CULVER SECRETARY OF STATE

