

FO2000000952<sup>4</sup>  
TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Pauly D's Charter Service, Inc.  
(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:

Michael E. Jacobs 200004962052--7  
-02/20/02--01082--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75  
(Name of Person)

Robinson, Rappaport, Jampol, Aussenberg & Schleicher, LLP  
(Firm/Company)

11625 Rainwater Drive, Suite 350  
(Address)

Alpharetta, Georgia 30004  
(City/State and Zip code)

For further information concerning this matter, please call:

Michael Jacobs at ( 770 ) 667-1290  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA  
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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
- 2/22  
mtr

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. Pauly D's Charter Service, 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. Georgia 3. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11-15-01 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 3, 2001
(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. 1655 Peachtree Steet, N.E., Atlanta, GA 30309
(Principal office address)
11625 Rainwater Drive, Suite 350, Alpharetta, GA 30004
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the Georgia Business Corporation Code.
(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: Bruce Goldman
Office Address: 2701 Le Jeune Road, Suite 404
Coral Gables, Florida 33134
(City) (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: Paul D'Agnese

Address: 5550 Chelsen Wood Drive  
Duluth, Georgia 30097

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

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

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

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

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

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

B. OFFICERS

President: Paul D'Agnese

Address: 5550 Chelsen Wood Drive  
Duluth, Georgia 30097

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

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

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

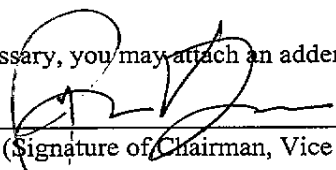
Address: \_\_\_\_\_

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

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

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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. Paul D'Agnese, Director  
(Typed or printed name and capacity of person signing application)

# Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CONTROL NUMBER : 0150477  
DATE INC/AUTH/FILED: 11/15/2001  
JURISDICTION : GEORGIA  
PRINT DATE : 12/20/2001  
FORM NUMBER : 211

ROBINSON, RAPPAPORT, JAMPOL, AUSSENBERG & SCHLEICH  
CHRIS MILLER  
11625 RAINWATER DRIVE, STE 350  
ALPHARETTA, GA 30004

## CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

PAULY D'S CHARTER SERVICE, INC  
A GEORGIA PROFIT CORPORATION

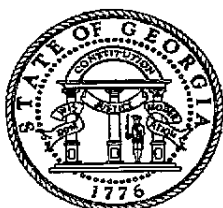
is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

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Cathy Cox  
Secretary of State

SECRETARY OF STATE  
TALLASSEE, FLORIDA  
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