

F04000003350

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

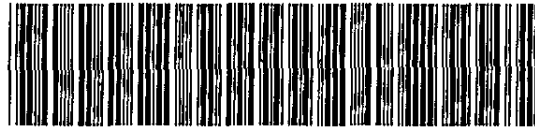
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
JUN 15 2004
STATE OF TEXAS
SECRETARY OF STATE

LB
6-15-04

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: M.S.E. POWER SYSTEMS, 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:

SHAWN MAUCHE, CPA
(Name of Person)
BST ADVISORS LLC
(Firm/Company)
26 COMPUTER DRIVE WEST
(Address)
ALBANY, NY 12205
(City/State and Zip code)

For further information concerning this matter, please call:

SHAWN MAUCHE at (518) 459-6700 EXT 320
(Name of Person) (Area Code & Daytime Telephone Number)

RECEIVED
DIVISION OF CORPORATIONS
JAN 11 1990

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

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

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. M.S.E. POWER SYSTEMS, INC. (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

MSE POWER SYSTEMS, INC. (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NEW YORK 3. 14-1799233 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 06/18/97 5. PERPETUAL (Date of incorporation) (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. 255 WASHINGTON AVE EXT - SUITE 202 ALBANY, NY 12205 (Principal office address)

255 WASHINGTON AVE EXT - SUITE 202 ALBANY, NY 12205 (Current mailing address)

8. ELECTRICAL ENGINEERING (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: REGISTERED AGENTS LEGAL SERVICES, INC.

Office Address: 1333 NORTH DUVAL STREET

TALLAHASSE, Florida 32303 (City) (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.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: MARK S. SCHER

Address: 255 WASHINGTON AVE EXT - SUITE 202
ALBANY, NY 12205

Vice Chairman: DAVID KLEIN

Address: 255 WASHINGTON AVE EXT - SUITE 202
ALBANY, NY 12205

Director: EDWARD CALDER

Address: 255 WASHINGTON AVE EXT - SUITE 202
ALBANY, NY 12205

Director: _____

Address: _____

B. OFFICERS

President: MARK S. SCHER

Address: 774 WALDENS POND ROAD
ALBANY, NY 12203

Vice President: DAVID KLEIN

Address: 3 CHESTNUT LANE
NISKAYUNA, NY 12309

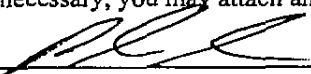
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. MARK S. SCHER, PRESIDENT
(Typed or printed name and capacity of person signing application)

06 JUN 14 10 11 AM '14
FILED
CLERK
ALBANY
NY

State of New York } **ss:**
Department of State

I hereby certify, that the Certificate of Incorporation of M.S.E. POWER SYSTEMS, INC. was filed on 06/18/1997, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 02nd day of June
two thousand and four.*



Secretary of State

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