

**FO5000001090**

Florida Department of State  
Division of Corporations  
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Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850)521-1000  
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**FOREIGN PROFIT QUALIFICATION**

**PROJECT ACADEMY, INC.**

Certificate of Status	0
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DIVISION OF CORPORATION

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# 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. Project Academy, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

## 3. \_\_\_\_\_

(FEI number, if applicable)

4. March 11, 2005

(Date of incorporation)

5. Perpetual

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

6. Upon Filing

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 445 Broad Hollow Road, Suite 239, Melville, NY 11747

(Principal office address)

445 Broad Hollow Road, Suite 239, Melville, NY 11747

(Current mailing address)

To purchase, acquire, receive, own, lease, finance, transfer, dispose, grant security interests in equipment, software intangible assets person and real property and deal with funds and financial assets

## 8. \_\_\_\_\_

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(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.*

Corporation Service Company

By: Deborah D. Skipper

(Registered agent's signature)

Deborah D. Skipper  
Asst. V. Pres.

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:

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**A. DIRECTORS**

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

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

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

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

Director: Frank B. Bilotta

Address: 114 West 47th Street, Suite 1715

New York, NY 10036

Director: Bernard J. Angelo

Address: 445 Broad Hollow Road, Suite 239

Melville, NY 11747

**B. OFFICERS**

President: see attached Addendum

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

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

14. Bernard J. Angelo, President  
(Typed or printed name and capacity of person signing application)

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ADDENDUM TO APPLICATION  
BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

## ADDENDUM

<u>Name:</u>	<u>Office:</u>
Bernard J. Angelo 445 Broad Hollow Road Suite 239 Melville, NY 11747	President / Treasurer/Asst. Secretary
Kevin P. Burns 445 Broad Hollow Road Suite 239 Melville, NY 11747	VP / Asst. Secretary / Asst. Treasurer
Frank B. Bilotta 114 West 47 <sup>th</sup> Street Suite 1715 New York, NY 10036	VP / Asst. Secretary / Asst. Treasurer
Christopher T. Burt 114 West 47 <sup>th</sup> Street Suite 1715 New York, NY 10036	VP / Asst. Secretary / Asst. Treasurer
John L. Fridlington 445 Broad Hollow Road Suite 239 Melville, NY 11747	VP / Asst. Secretary / Asst. Treasurer
John M. DeMilt 114 West 47 <sup>th</sup> Street Suite 1715 New York, NY 10036	VP / Asst. Secretary / Asst. Treasurer
Michelle Moezzi 114 West 47 <sup>th</sup> Street Suite 1715 New York, NY 10036	Secretary

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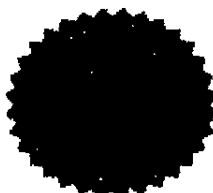
# Delaware

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROJECT ACADEMY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF MARCH, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PROJECT ACADEMY, INC." WAS INCORPORATED ON THE ELEVENTH DAY OF MARCH, A.D. 2005.



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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3750732

DATE: 03-17-05

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