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DIVISION OF CORPORATIONS

TXT #2946

FOREIGN PROFIT/NONPROFIT CORPORATION

ACTION TARGET ACQUISITION CORP

Certificate of Status		0
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TALLAHASSEE, FLORIDA

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Handwritten signature

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. Action Target Acquisition Corp.

(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. 26-2492705

(FEI number, if applicable)

4. 04/25/2008

(Date of incorporation)

5. perpetual

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

6.

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

7. c/o Dubin Clark & Company, Inc., 485 West Putnam Avenue, Greenwich, CT 06830

(Principal office address)

c/o Dubin Clark & Company, Inc., 485 West Putnam Avenue, Greenwich, CT 06830

(Current mailing address)

8. Any lawful act or activity for corporations under Delaware laws or Florida laws.

(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

Troy Todd
as its agent

By: 

(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.

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

A. DIRECTORS

Chairman: Thomas J. Caracciolo

Address: c/o Dubin Clark & Company, Inc., 485 West Putnam Avenue, Greenwich, CT 06830

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Thomas J. Caracciolo

Address: c/o Dubin Clark & Company, Inc., 485 West Putnam Avenue, Greenwich, CT 06830

Vice President: Lee Stephenson

Address: c/o Dubin Clark & Company, Inc., 485 West Putnam Avenue, Greenwich, CT 06830

Secretary: Frank Pados

Address: c/o Dubin Clark & Company, Inc., 485 West Putnam Avenue, Greenwich, CT 06830

Treasurer: Thomas J. Caracciolo

Address: c/o Dubin Clark & Company, Inc., 485 West Putnam Avenue, Greenwich, CT 06830

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. Neil W. Townsend, Assistant Secretary

(Typed or printed name and capacity of person signing application)

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**ATTACHMENT TO
Florida Application by Foreign Corporation
For Authorization to Transact Business
Of
Action Target Acquisition Corp., a Delaware corporation**

12. B. Additional Officers:

Name	Title	Address
Frank Pados	Vice President	c/o Dubin Clark & Company, Inc. 485 West Putnam Avenue Greenwich, CT 06830
Neil W. Townsend	Assistant Secretary	Bingham McCutchen LLP 399 Park Avenue New York, NY 10022

Delaware

The First State

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PAGE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACTION TARGET ACQUISITION CORP." 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 SECOND DAY OF MAY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ACTION TARGET ACQUISITION CORP." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF APRIL, A.D. 2008.

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



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080499379

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6565212

DATE: 05-02-08