

**F95000005509**

September 30, 1994

MIAMI FLORIDA 33131

TELEPHONE (305) 375-3039  
FACSIMILE (305) 375-3227

CERTIFIED MAIL - RETURN RECEIPT REQUESTED

DIVISION OF CORPORATIONS  
P O BOX 6327  
TALLAHASSEE, FL 32314

Re: CLUTCH COMPONENTS CORP., A NEW YORK CORPORATION  
DESIROUS OF TRANSACTING BUSINESS IN FLORIDA

Dear Sir or Madam:

This office represents Clutch Component Corp., a New York corporation. Please register and authorize Clutch Component Corp. to transact business in the State of Florida. The Application therefor and filing fee are enclosed herewith. Also enclosed is an extra copy of the Application to be stamped, given a document number and returned to this office in the envelope I have provided.

Please call this office immediately if any further paperwork is necessary to qualify the subject corporation to transact business in Florida.

Very truly yours,

MARK E. FRIED, P.A.

By   
MARK E. FRIED, ESQ.

MEF/jt  
Enclosure

cc: Clutch Component Corp.

SEARCHED INDEXED  
SERIALIZED FILED  
OCT 11 1994  
FBI - TAMPA

RECEIVED  
OCT 13 1994  
CORPORATION  
DIVISION

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: DELTA 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:

MANE E. FORD  
(Name of Person)  
MANE E. FORD (A)  
(Firm/Company)  
1001 S. FORT MEADE BL. SUITE 2726  
(Address)  
TALLAHASSEE FL 32311  
(City/State/Zip)

RECEIVED  
CORPORATION SECTION  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

MANE E. FORD at (904) 221-2299  
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.  
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

MARK E. FRIED  
PROFESSIONAL ASSOCIATION  
ATTORNEY AT LAW  
BRICKELL BAY OFFICE TOWER  
1001 SOUTH BAYSHORE DRIVE  
SUITE 2706  
MIAMI, FLORIDA 33131

TELEPHONE (305) 371 7079  
FACSIMILE (305) 371 5727

November 7, 1995

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Attn: Frieda Lott

Re: Clutch Components Corp.

Dear Ms. Lott:

Enclosed please find the transmittal letter, application by Clutch Components Corp. to transact business in Florida, and a check in the amount of \$8.75 for a certificate of good standing.

Thank you very much for your assistance in this matter.

Sincerely,

MARK E. FRIED, P.A.

By: 

MARK E. FRIED, ESQ.

MEF/gj  
Encl.

cc: Ms. Sharen Diazgranados

C:\AC\CLUTCH\CORP.FL

RECEIVED  
95107 13 11 5:01  
11 11 1995

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. CLUTCH COMPONENTS CORP
(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. NEW YORK STATE
(State or country under the law of which it is incorporated)
3. 11-1678131
(FEI number, if applicable)

4. SEPTEMBER 1951
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")

6. MAY 1994
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 9016 N.W. 105 WAY
MEDLEY, FL. 33178
(Current mailing address)

8. LIGHT MANUFACTURING, ASSEMBLY, STORING & DISTRIBUTION
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: MARK E. FRIED, ESQ.

Office Address: 1001 SOUTH BAYSHORE DRIVE SUITE 2706

MIAMI

, Florida ,

33131

(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.

[Handwritten signature of Mark E. Fried]
(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.

RECEIVED
NOV 13 11 00 AM '94

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: CARLOS VAZQUEZ

Address: 9106 N.W. 105 WAY, MEDLEY, FL 33178

Vice Chairman:

Address:

Director: VICTOR DIAZGRANADOS

Address: 9016 N.W. 105 WAY

MEDLEY, FL 33178

Director: SHARON DIAZGRANADOS

Address: 9016 N.W. 105 WAY

MEDLEY, FL 33178

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

President: VICTOR DIAZGRANADOS

Address: 9016 N.W. 105 WAY

MEDLEY, FL 33178

Vice President:

Address:

Secretary: SHARON DIAZGRANADOS

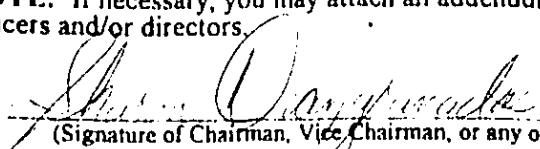
Address: 9016 N.W. 105 WAY

MEDLEY, FL 33178

Treasurer: SHARON DIAZGRANADOS

Address: 9016 N.W. 105 WAY MEDLEY, FL 33178

**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. Sharon Diazgranados, Secretary  
(Typed or printed name and capacity of person signing application)

NOV 13 1985  
11 11 11

State of New York | ss:  
Department of State

I hereby certify, that the certificate of incorporation of CLUTCH COMPONENTS CORP. was filed on 04/13/1951, under the name of AMEXA CORPORATION, fixing the duration as perpetual, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment AMEXA CORPORATION, changing name to CLUTCH COMPONENTS CORP., was filed 03/01/1972.

The Statement of Addresses and Directors is past due.

\*\*\*

Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 24th day of October  
one thousand nine hundred and  
ninety-five.

Alexander F. Trenchwell

Secretary of State

199510250383

NEW YORK  
RECEIVED  
OCT 24 1975  
11 00 AM