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2ND



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032
REFERENCE : 087190 10578A
AUTHORIZATION :
COST LIMIT : ~~500~~ \$200.00

ORDER DATE : September 16, 1996
ORDER TIME : 9:52 AM
ORDER NO. : 087190
CUSTOMER NO: 10578A
CUSTOMER: Mr. Jerry D'auria
Blue Tee Corp.
2nd Floor
250 Park Avenue South
New York, NY 10003

600001967616
-10/08/96--01093--008
*****200.00 *****200.00

000001951950
-09/19/96--01082--008
*****70.00 *****70.00

H/SX
196-19825
RECEIVED
96 SEP 19 PM 1:07
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: BLUE TEE CORP.

XXX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

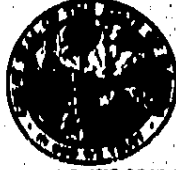
XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: *9/30-HC*
DANNY SMITH - *pay 200 AR fee*

Hc 10/4
FILED
96 SEP 19 PM 1:34
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 19, 1996

CSC

SUBJECT: BLUE TEE CORP.
Ref. Number: W96000019825

We have received your document for BLUE TEE CORP. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 1, 1996.

The total amount due this office through December 31, 1996 to cover the back annual report(s) is \$200.00.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 296A00043420

**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. BLUE TEE 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. DELAWARE 3. 13-2925766
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 15, 1995 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. December 15, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 250 PARK AVENUE SOUTH - 2ND FL.
NEW YORK NY 10003
(Current mailing address)
8. SALES FOR PROFIT OF TRAILERS, RIBS, SOY BEAN STEEL & FOUNDRY PRODUCTS
(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:

Name: Corporation Service Company

Office Address: 1201 Hays Street, Suite 105 (Leon County)

Tallahassee

, 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: [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.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

SEE ATTACHED LIST

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

SEE ATTACHED LIST

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.

[Signature] ASST Controller / Asst Sec.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14.

JERRY D'AURIA ASST Controller / Asst Secretary
(Typed or printed name and capacity of person signing application)

**THE OFFICERS & DIRECTORS OF BLUE TEE CORP.
AS OF AUGUST 31, 1988**

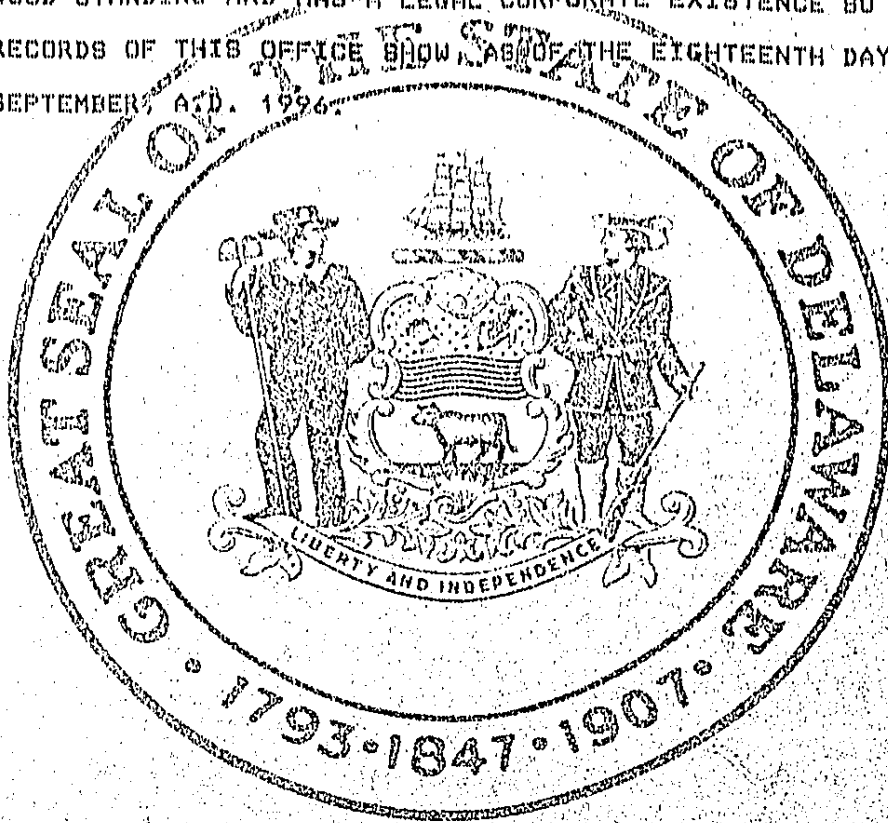
TITLE	OFFICERS/DIRECTORS NAME:	SOCIAL SECURITY #
CHAIRMAN OF THE BOARD/PRESIDENT CHIEF EXECUTIVE OFFICER/DIRECTOR	MR. RICHARD A. SECREST 104 WOODLAND AVENUE SUMMIT, N.J. 07901	286-08-0733
EXECUTIVE VICE PRESIDENT/DIRECTOR	MR. WILLIAM M. KELLY 349 STERLING ROAD HARRISON, NEW YORK 10528	073-38-5422
VICE PRESIDENT/DIRECTOR	MR. BERT POLLAN 1000 NORTH LAKE SHORE DRIVE, #2205 CHICAGO, ILLINOIS 60611	342-22-2370
VICE PRESIDENT/TREASURER/SECRETARY	MR. GLENN A. SMITH 1370 JOHNSON DRIVE WATCHUNG, N. J. 07060	171-36-8871
VICE PRESIDENT/CONTROLLER ASSISTANT SECRETARY	MR. DAVID P. ALLDIAN 94 CEDAR ISLAND DRIVE BRICK, N. J. 08723	149-48-3430
VICE PRESIDENT	MR. MICHAEL W. CALVERT 2215 EAST GRAND AVENUE ENGLEWOOD, COLORADO 80110	258-88-4387
VICE PRESIDENT	MR. JEFFREY P. SMITH 5910 QUAIL LANE ENID, OKLAHOMA 73703	450-74-9805
DIRECTOR	MR. L. M. PAUL RT. 5, BOX 162 PINE ISLAND ROAD BEAUMONT, TEXAS 77713	436-40-5395
ASST. CONTROLLER/ASST. SECRETARY/ ASSISTANT TREASURER	MR. JERRY D'AURIA 810 STATE HIGHWAY 34 MATAWAN, N.J. 07747	099-44-7108
DIRECTOR	MR. ROBERT M. SONTHEIMER 56 BEATRICE CIRCLE BELMONT, MA. 02178	055-32-2134
DIRECTOR	MR. CHRISTOPHER GLYNN CLIFFORDSHIRE HOUSE SELSLEY, NR. STROUD, GLOUCESTERSHIRE, GL5 5LB, ENGLAND	NON U.S. CITIZEN
DIRECTOR	MR. VERN G. SEADON 11710 100TH AVENUE, APT #403 EDMONTON, ALBERTA, T5K 2G3, CANADA	NON U.S. CITIZEN

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLUE TEE 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 EIGHTEENTH DAY OF SEPTEMBER, A.D. 1996.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 19 PM 1:34

Edward J. Freel

Edward J. Freel, Secretary of State



2572387 8300

960269857

AUTHENTICATION:

8108320

DATE:

09-18-96