

98000002988



ACCOUNT NO. : 072100000032
REFERENCE : 814708 151463A
AUTHORIZATION : Patricia Pizut
COST LIMIT : \$ 70.00

ORDER DATE : May 11, 1998
ORDER TIME : 9:49 AM
ORDER NO. : 814708-025
CUSTOMER NO: 151463A
CUSTOMER: Ms. Michelle Zelinski.
Budd Larner Gross Rosenbaum
150 John F. Kennedy Parkway
Short Hills, NJ 07078

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
98 MAY 27 AM 11:01
5/27

100002536641 --9

FOREIGN FILINGS

NAME: POMERANTZ LEASING SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

RECEIVED
98 MAY 27 AM 10:33
DIVISION OF CORPORATION

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. Pomerantz Leasing Services, Inc.
(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 3. 22-2997221
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 11, 1989 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 1375 Plainfield Avenue
Watchung, New Jersey 07060
(Current mailing address)

8. Employee Leasing
(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: Corporation Service Company

Office Address: 1201 Hays Street

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.

By: Guilma M. Howard
Corporation Service Company
(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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DIVISION OF CORPORATIONS
MAY 27 AM 11:01

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Gary Pomerantz

Address: 1375 Plainfield Avenue

Watchung, New Jersey 07060

Director: _____

Address: _____

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

President: Gary Pomerantz

Address: 1375 Plainfield Avenue

Watchung, New Jersey 07060

Vice President: Ilene Engelberg

Address: 1375 Plainfield Avenue

Watchung, New Jersey 07060

Secretary: Jamie Kelly

Address: 1375 Plainfield Avenue


Watchung, New Jersey 07060

Treasurer: Gary Pomerantz

Address: 1375 Plainfield Avenue

Watchung, New Jersey 07060

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. Gary Pomerantz, President
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATE AFFAIRS
98 MAY 27 AM 11:01

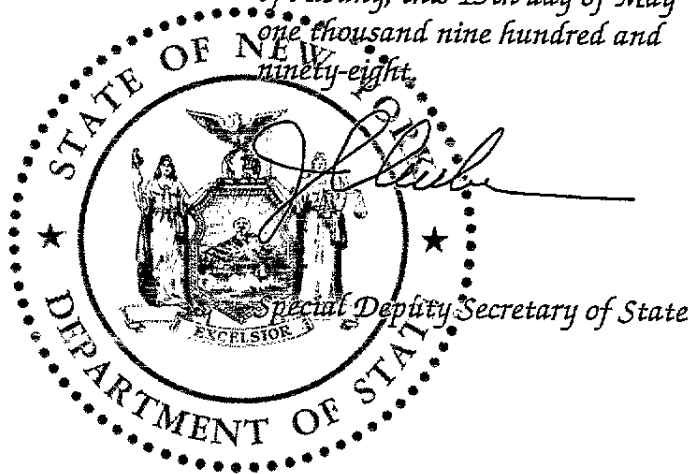
State of New York
Department of State

SS:

I hereby certify, that the certificate of incorporation of POMERANTZ LEASING SERVICES, INC. was filed on 04/11/1989, under the name of POMERANTZ PERSONNEL OF NEW YORK, INC., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in 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.

A Certificate of Amendment POMERANTZ PERSONNEL OF NEW YORK, INC., changing name to POMERANTZ LEASING SERVICES, INC., was filed 10/30/1996.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 13th day of May
one thousand nine hundred and
ninety-eight.



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DIVISION OF CORPORATIONS
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