

**FSC**  
**THE UNITED STATES CORPORATION**  
**COMPANY**

**98000005382**

ACCOUNT NO. : 072100000032

REFERENCE : 970716 4302355

AUTHORIZATION : *Patricia Pijoto*

COST LIMIT : \$ 70.00

ORDER DATE : September 22, 1998

ORDER TIME : 10:42 AM

ORDER NO. : 970716-005

CUSTOMER NO: 4302355

CUSTOMER: Ralph D. Mosley, Legal Asst  
Tenzer Greenblatt, L.l.p.  
15th Floor  
405 Lexington Avenue  
New York, NY 10174

300002649063--8

FOREIGN FILINGS

NAME: AMERISHOP INVESTMENT  
BEACHPLACE CORP.

QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

RECEIVED  
SEP 25 11:29  
DIVISION OF CORPORATION

*WL 9/25*  
**FILED**  
98 SEP 25 PM 12:08  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**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. AMERISHOP INVESTMENT BEACHPLACE 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  
(State or country under the law of which it is incorporated)
3. Applied For  
(FEI number, if applicable)
4. 9/10/98  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon date of filing  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. c/o DRA Advisors, Inc., 1180 Avenue of the Americas, 18th Floor  
New York, NY 10036  
(Current mailing address)
8. General Partner of a Delaware limited partnership  
(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.*

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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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: See attached officers/directors rider

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

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

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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

President: See attached officers/directors rider

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

Vice President: \_\_\_\_\_

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

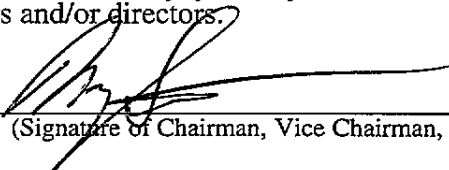
Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

13.  - Vice President  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Brian T. Summers, Vice President  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

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AMERISHOP INVESTMENT BEACHPLACE CORP.

Application by Foreign Corporation for Authorization  
to Transact Business in Florida

Attachment - Item 12. A. DIRECTORS

| Name              | Residence Address                   | Business Address                    |
|-------------------|-------------------------------------|-------------------------------------|
| Francis X. Tansey | 1180 6th Ave.<br>New York, NY 10036 | 1180 6th Ave.<br>New York, NY 10036 |
| David Luski       | 1180 6th Ave.<br>New York, NY 10036 | 1180 6th Ave.<br>New York, NY 10036 |

Attachment - Item 12. B. OFFICERS

| Name              | Title                           | Residence Address                   | Business Address                    |
|-------------------|---------------------------------|-------------------------------------|-------------------------------------|
| Francis X. Tansey | President                       | 1180 6th Ave.<br>New York, NY 10036 | 1180 6th Ave.<br>New York, NY 10036 |
| David Luski       | Sr. Vice President<br>Secretary | 1180 6th Ave.<br>New York, NY 10036 | 1180 6th Ave.<br>New York, NY 10036 |
| Brian T. Summers  | Vice President<br>Treasurer     | 1180 6th Ave.<br>New York, NY 10036 | 1180 6th Ave.<br>New York, NY 10036 |

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State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERISHOP INVESTMENT BEACHPLACE 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 TWENTY-THIRD DAY OF SEPTEMBER, A.D. 1998.

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

FILED

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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09-23-98



*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: