

F99000003106

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

Services

SUBJECT: CENTRAL MARKETING INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

100002901421--3
-06/11/99--01021--001
***3365.00 ***3365.00

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:

CAROL McMAHON
(Name of Person)

100002901421--3
-06/18/99--01095--001
*****70.00 *****70.00

CENTRAL MARKETING
(Firm/Company)

30 IRVING PLACE
(Address)

NY NY 10003
(City/State/Zip)

RECEIVED
99 MAY 26 AM 8:58
DEPARTMENT
OF REVENUE
TALLAHASSEE

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

CAROL McMAHON at (212) 260-0070
(Name of Person) (Area Code & Daytime Telephone Number)

W99-12239

COURIER ADDRESS:

Qualification/Tax Lien Section
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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 17 AM 10:05



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 26, 1999

CAROL MCMAHON
30 IRVING PLACE
NEW YORK, NY 10003

SUBJECT: CENTRAL MARKETING SERVICES, INC.
Ref. Number: W99000012239

We have received your document for CENTRAL MARKETING SERVICES, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$5865.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt

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Document Specialist

Letter Number: 599A00028904

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BLAUSTEIN, GREENBERG & CO.

ACCOUNTANTS AND AUDITORS

155 EAST 31ST STREET
SUITE 15L
NEW YORK, NEW YORK 10016
TELEPHONE (212) 684-0003
FAX (212) 684-6003

RANDY BRUCE BLAUSTEIN
BRUCE I. GREENBERG, CPA

May 27, 1999

Gerald York, Esq.
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

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Re: Central Marketing Services, Inc.

Dear Mr. York:

This letter represents a request for an abatement of a \$5,000 penalty which has been proposed for failure to qualify to do business in the state of Florida.

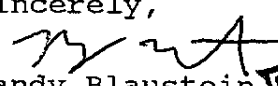
Central Marketing Services, Inc. is a female owned, small business which has made an effort to embrace the local community of Springhill, Florida through its hiring of hard to place workers including senior citizens, released prisoners on parole, partially disabled people recovering from mental illness and drug abuse, recovering and active alcoholics and people from numerous ethnic backgrounds.

Carol McMahon, the president and sole shareholder of Central Marketing Services, Inc. did not seek legal counsel when she established an office in Florida and was not aware of the requirement that a foreign corporation must qualify to do business. The company has filed all required payroll and corporation tax returns.

The imposition of a penalty will cause the company to incur a financial hardship, which under the circumstances, should be abated due to reasonable cause.

Thank you for your consideration of this request.

Sincerely,


Randy Blaustein

RB:gs

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JUN 01 1999

Office of General Counsel
Department of State



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: June 9, 1999

RE: Central Marketing Services, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1994 of \$865 and foreign non-qualified penalties for the same period of \$ 2500.00 assessed at the statutory minimum of \$ 500.00 per year and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

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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:

Services INC

1. Central Marketing Incorporated
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" of 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. 13-2838838
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. Aug 1975 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Sept 1 1990
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. Central Marketing Inc
30 Irving Place NY NY 10003
(Current mailing address)

8. Market Research
(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: Valerie L Nissley

Office Address: 3636 Commercial Way
Spring Hill, Florida, 34606
(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.

Valerie L Nissley
(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
99 JUN 17 AM 10:00

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: CAROL McMAHON

Address: 225 E 73rd PHA
NY NY 100 03

Vice Chairman: PATRICK McMAHON

Address: 276 AGOR LANE
MAHOPAC NY 10541

Director:

Address:

Director:

Address:

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

President: CAROL McMAHON

Address: 225 E 73rd PHA
NY NY 100 03

Vice President: PATRICK McMAHON

Address: 276 AGOR LANE
MAHOPAC NY 10541

Secretary: PATRICK McMAHON

Address: 276 AGOR LANE
MAHOPAC NY 10541

Treasurer: Gwenn Worth

Address: 115 E 9th Street
NY NY 100 03

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

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

14. CAROL McMAHON
(Typed or printed name and capacity of person signing application)

State of New York | SS:
Department of State

I hereby certify, that the certificate of incorporation of CENTRAL MARKETING SERVICES INC. was filed on 07/31/1975, 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.

The Biennial Statement is past due.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 01st day of June
one thousand nine hundred and
ninety-nine.



[Signature]
Special Deputy Secretary of State

199906020085 36

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99 JUN 17 AM 10: 05