

# F99000004286



ACCOUNT NO. : 072100000032

REFERENCE : 345631 7139083

AUTHORIZATION :

*Patricia Pappas*

COST LIMIT : \$ 70

ORDER DATE : August 18, 1999

ORDER TIME : 12:12 PM

ORDER NO. : 345631-005

CUSTOMER NO: 7139083

300002963713-6

CUSTOMER: Mr. Frank Pernas  
Larrea & Ortega  
Suite 111  
2300 Coral Way  
Miami, FL 33145

FOREIGN FILINGS

①

NAME: SYCAMORE, INC.

GIVE 7/27/99

XXXX QUALIFICATION (TYPE: CO)

FILE DATE

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Christine Lillich

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUL 27 AM 9:35

RECEIVED  
99 AUG 16 PM 12:52  
DIVISION OF CORPORATIONS

*3/2*  
*8/19/99*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 27, 1999

CSC  
ATTN: CHRISTINE LILLICH

SUBJECT: SYCAMORE, INC.  
Ref. Number: W99000017331

**RESUBMIT**  
Please give original  
submission date as the date  
christine lillich  
request 8/11  
FILED STATE  
DIVISION OF CORPORATIONS  
AUG 27 AM 9:35

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 999A00038293

CERTIFICATE OF CORPORATE RESOLUTIONS

Mr. Gilles Pavret de la Rochefordiere, Secretary of Sycamore, Inc., a corporation duly organized under the laws of the State of Delaware, does hereby certify that the following is a true and correct copy of the resolution of the Board of Directors of said corporation, adopted at a special meeting held on the day of August 4, 1999.

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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“RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation adopt the alternate name of Sycamore America, Inc., for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporation Act; and

“FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause this corporation to use the said alternate name in the transaction of business in the State of Florida.”

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Company, on this 12 day of August, 1999.

  
\_\_\_\_\_  
Mr. Gilles Pavret de la Rochefordiere, Secretary

[CORPORATE SEAL]

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

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*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO  
TRANSACTION BUSINESS IN THE STATE OF FLORIDA.*

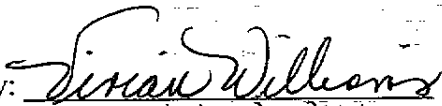
- FIRST, the name of the corporation is **SYCAMORE, INC.**
- SECOND, the corporation is incorporated in the state of **Delaware.**
- THIRD, the corporation's Federal Employee Identification number is  
**65-0932433.**
- FOURTH, this corporation was incorporated on **6/28/99**
- FIFTH, this corporation's existence is perpetual.
- SIXTH, the corporation first transacted business in Florida on **July 23, 1999**
- SEVENTH, the corporation's current mailing address is:  
**8353 N.W. 54<sup>th</sup> Street  
Miami, Florida 33166**
- EIGHTH, the purpose of the corporation is to engage in any and all lawful acts or  
activities for which Corporations may be organized under the General  
Corporation Law of the State of Delaware.
- NINTH, the name and street address of the Florida registered agent is:

**DADE CORPORATE SERVICES, INC.  
2300 Coral Way, Suite 103  
Miami, FL 33145**

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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.

Dade Corporate Services, Inc.

By:   
Print Name: VIVIAN WILLIAMS  
Title: PRESIDENT

TENTH, 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.

ELEVENTH, the names and addresses of officers and/or directors are:

**DIRECTORS**

**Mr. Gilles Pavret de la Rochefordiere**  
8353 N.W. 54<sup>th</sup> Street  
Miami, Florida 33166


**OFFICERS**

**President, Secretary and  
Treasurer**

**Mr. Gilles Pavret de la Rochefordiere**  
8353 N.W. 54<sup>th</sup> Street  
Miami, Florida 33166

**Vice-President**

**Ms. Marie Pavret de la Rochefordiere**  
8353 N.W. 54<sup>th</sup> Street  
Miami, Florida 33166

By:   
Mr. Gilles Pavret de la Rochefordiere,  
Director

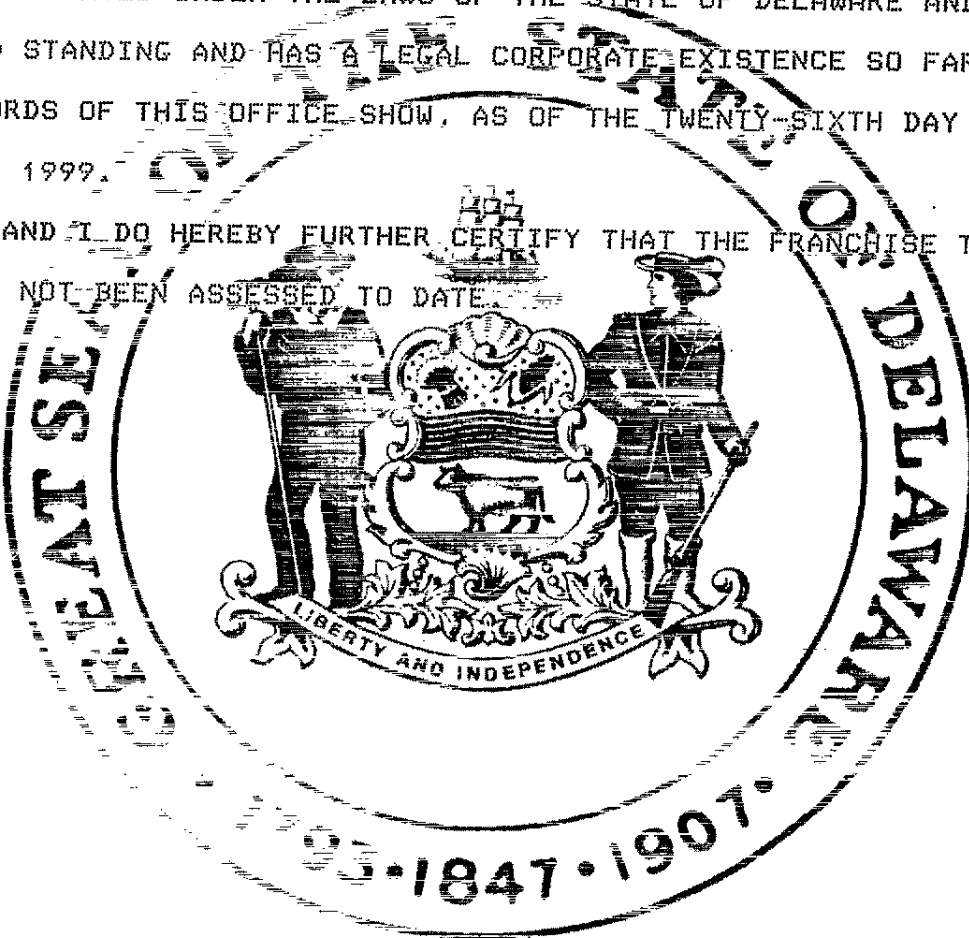
State of Delaware  
Office of the Secretary of State

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SYCAMORE, INC." 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-SIXTH DAY OF JULY, A.D. 1999.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

3063812 8300

DATE:

9884594

991305546

07-26-99