



THE UNITED STATES
CORPORATION
COMPANY

F98000006138

ACCOUNT NO. : 072100000032

REFERENCE : 019220 4320990

AUTHORIZATION

COST LIMIT

Patricia Pignatelli

ORDER DATE : November 3, 1998

ORDER TIME : 9:47 AM

ORDER NO. : 019220-005

CUSTOMER NO: 4320990

CUSTOMER: Ms. Pat Tisza
Fuji Photo Film U.s.a., Inc.
555 Taxter Road

800002681058--2

Elmsford, NY 10523

FOREIGN FILINGS

NAME: FUJI PHOTO FILM U.S.A., 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: Cassandra Lamm

8/11/98
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -5 PM12:34

RECEIVED
98 NOV -5 AM10:44
DIVISION OF CORPORATION

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

**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:**

1. Fuji Photo Film U.S.A., 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

(State or country under the law of which it is incorporated)

3. 13-2550352

(FEI number, if applicable)

4. Oct. 28, 1965

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 1, 1998

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

7. 6161 Blue Lagoon Drive - Suite 320

Miami, Florida 33126-2047

(Current mailing address)

8. Sales office

(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: Vicki Schreiber

(Registered agent's signature)

Vicki Schreiber-Asst. Vice-President

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: _____

Address: SEE ATTACHED LIST

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____

Address: SEE ATTACHED LIST

Vice President: _____

Address: _____

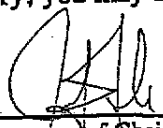
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

Jonathan E. File

Assistant Secretary

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

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Fuji Photo Film U.S.A., Inc.

New York Corporation
Date: October 28, 1965

DIRECTORS

Minoru Ohnishi
Fuji Photo Film Co., Ltd.
26-30, Nishiazabu, 2-chome
Minato-ku, Tokyo 106-8620
Japan

Yasuo Tanaka
555 Taxter Road
Elmsford, NY 10523

F. Herbert Prem, Jr.
200 Park Avenue
New York, NY 10166

Stanley E. Freimuth
1285 Hamilton Parkway
Itasca, IL 60143

Hideyuki Hayashi
555 Taxter Road
Elmsford, NY 10523

Thomas E. McGrath, Jr.
555 Taxter Road
Elmsford, NY 10523

OFFICERS

President
Yasuo Tanaka
555 Taxter Road
Elmsford, NY 10523

Treasurer
Noboru Tanaka
555 Taxter Road
Elmsford, NY 10523

Secretary
F. Herbert Prem, Jr.
555 Taxter Road
Elmsford, NY 10523

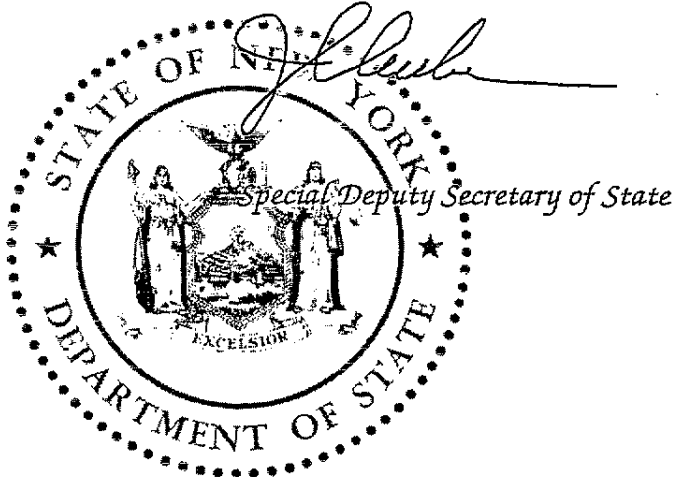
Assistant Secretary
Jonathan E. File
555 Taxter Road
Elmsford, NY 10523

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State of New York
Department of State ss:

I hereby certify, that the certificate of incorporation of FUJI PHOTO FILM U.S.A., INC. was filed on 10/28/1965, 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.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 02nd day of November
one thousand nine hundred and
ninety-eight.*



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