

F02000003376

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GMG Capital Incorporated
(Name of corporation - must include suffix)

Dear Sir or Madam:

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.

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*****87.50 *****87.50

Please return all correspondence concerning this matter to the following:

GARY GIRSHOW
(Name of Person)

GMG Capital Inc.
(Firm/Company)

223 Weaver Street, suite 20C
(Address)

Greenwich CT 06831
(City/State and Zip code)

For further information concerning this matter, please call:

GARY GIRSHOW at (203) 532-1192
(Name of Person) (Area Code & Daytime Telephone Number)

02 JUL - 1 AM 11:17
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	Availability
STREET ADDRESS:	
Registration Section	
Document Division of Corporations	
Examiner	409 E. Gaines St.
	Tallahassee, FL 32399
Enclosed is a check for the following amount:	
Director	DCC
Verifier	DCC
Acting Judge	DCC
W. P. Verifier	DCC

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status
☐ \$78.75 Filing Fee & Certified Copy
☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

F02000003376

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. GMG Capital 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. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/12/91 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 223 Weaver Street, suite 20C, Greenwich CT 06831
(Principal office address)
223 Weaver Street, suite 20C, Greenwich CT 06831
(Current mailing address)
8. Financial Services
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: MARK I. GIRSHOV
Office Address: 501-C3 Sea Oats Drive
Juno Beach, Florida 33408
(City) (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.

Mark Girshov
(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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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: GARY M. GIRSHOW

Address: 223 WeaDer Street, suite 20C
GreenWich CT 06831

Vice Chairman: MARK I. GIRSHOV

Address: 501-C3 Sea Oats Drive
Juno Beach, FL 33408

Director: LORA A. GIRSMOV

Address: 501-C3 Sea Oats Drive
Juno Beach, FL 33408

Director: MARTHA A. BROWN

Address: 223 WeaDer Street, suite 20C
GreenWich CT 06831

B. OFFICERS

President: GARY M. GIRSHOW

Address: 223 WeaDer Street, suite 20C
GreenWich CT 06831

Vice President: MARTHA A. BROWN

Address: 223 WeaDer Street, suite 20C
GreenWich CT 06831

Secretary: LORA A. GIRSHOV

Address: 501-C3 Sea Oats Drive, Juno Beach, FL 33408

Treasurer: MARK I. GIRSHOV

Address: 501-C3 Sea Oats Drive, Juno Beach, FL 33408

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

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

14. President, CEO
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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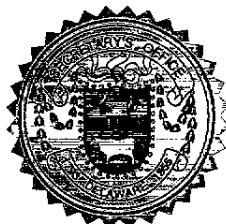
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GMG CAPITAL 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 THIRTEENTH DAY OF JUNE, A.D. 2002.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2268207 8300

AUTHENTICATION: 1830091

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DATE: 06-13-02