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TALLAHASSEE, FLORIDA

2008 JUN 03 2008
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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: ROSENBERG RICH BAKER BERMAN, P.A.
(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.

Please return all correspondence concerning this matter to the following:

BARBARA FIORENTINO
(Name of Person)
ROSENBERG RICH BAKER BERMAN & COMPANY
(Firm/Company)
380 FOOTHILL RD P.O. Box 6483
(Address)
BRIDGEWATER, N.J. 08807
(City/State and Zip code)

For further information concerning this matter, please call:

BARBARA FIORENTINO at (908) 231-1000 EXT 53
(Name of Person) (Area Code & Daytime Telephone Number)

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STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$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

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. ROSENBERG RICH BAKER BERMAN, P.A.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NEW JERSEY

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

3. 22-3271252

(FBI number, if applicable)

4. 1/3/1994, AMENDED 5/14/07

(Date of incorporation)

5. PERPETUAL

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

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 380 FOOTHILL ROAD, PO BOX 6483, BRIDGEWATER, NJ 08807

(Principal office address)

SAME AS ABOVE

(Current mailing address)

8. PRACTICE OF PUBLIC ACCOUNTING

(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 NOT acceptable)

Name: CT CORPORATION SYSTEMS

Office Address: 1200 S. PINE ISLAND RD

PLANTATION

(City)

Florida

33324

(Zip code)

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TALLAHASSEE, FLORIDA

2008 JUN -2 PM 12:37

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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.

Madonna Cuddihy

(Registered agent's signature)

Madonna Cuddihy
Special Assistant Secretary

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.

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

A. DIRECTORS

Chairman: DAVID N. ROTH

Address: 26 HORSESHOE DR
HILLSBOROUGH, NJ 08844

Vice Chairman: CARL SCHWARTZ

Address: 26 DEAUVILLE DR
PARSIPPANY, NJ 07054

Director: STEVEN TRUPPO

Address: 9 COVERED BRIDGE ROAD
NESHANIC STA., NJ 08853

Director: LEONARD FRIEDMAN

Address: 20 CASCADES TER
BRANCHBURG, NJ 08876

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

2008 JUN -2 PM 12:37
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TALLAHASSEE, FLORIDA

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

13. [Signature]
(Signature of Director or Officer listed in number 12 of the application)

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

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: GARY SHERMAN

Address: 82 KEATS ROAD

BASKING RIDGE, NJ 07920

Director: ROBERT QUICK

Address: 3 WOODS ROAD

HILLSBOROUGH, NJ 08844

B. OFFICERS

President: _____

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. _____

(Signature of Director or Officer listed in number 12 of the application)

14. _____

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

**STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING**

ROSENBERG RICH BAKER BERMAN, P.A.

0100574040

With the Previous or Alternate Name

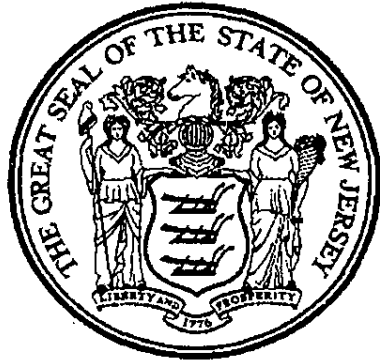
RD/RBB, CERTIFIED PUBLIC ACCOUNTANTS, P.A. (Previous Name)

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Professional Corporation was registered by this office on January 3, 1994.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify the registered agent and registered office are:

*Dave Roth
380 Foothill Road
Bridgewater, NJ 08807*



Certificate Number: 112001960

Verify this certificate online at

http://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
16th day of May, 2008*

A handwritten signature in black ink, appearing to read "R. David Rousseau", written over a horizontal line.

*R. David Rousseau
State Treasurer*