

A9900000886

BRRRING, INC.
Office of the General Counsel
328 Commonwealth Avenue
Boston, Massachusetts 02115
Phone (617) 578-0883
Facsimile (617) 351-0096

FILED
99 MAR 31 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 22, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

I am interested in registering the name PPC&G, Limited Partnership, in the State of Florida. The General Partner of PPC&G, Limited Partnership, will adopt the name P&G, Inc., for use in the State of Florida.

In support of our application, I enclose the following:

- (1) Certificate of Limited Partnership and check for \$35.00 as filing fee for registered agent's designation;
- (2) Affidavit of Capital Contributions for Florida Limited Partnership;
- (3) Transmittal Letter;
- (4) Application by a Foreign Corporation for Authorization to Transact Business in Florida and a check for \$70.00 to cover the filing fee;
- (5) Resolution by Board of Directors of BRRRING, Inc. to adopt the name P&G, Inc. for use in Florida;
- (6) List of Directors and Officers of BRRRING, Inc. adopting the name P&G, Inc. for use in the State of Florida;
- (7) BRRRING, Inc.'s Certificate of Existence with Status in Good Standing issued by the State of Nevada.

Should you require any additional information, kindly contact me at the above telephone number.

Sincerely yours,

Andrew O. Kaplan
Andrew O. Kaplan

Availability	<i>Ult 5/18</i>
Document Examiner	<i>Ult</i>
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

Ult 6/2

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-03/31/99--01017--002
*****70.00 *****70.00
600002824766--D
-03/31/99--01017--003
*****35.00 *****35.00
600002824766--D
-05/24/99--01161--002
*****35.00 *****35.00

AUTHORIZATION BY PHONE TO
Ult - correct
CORRECT *name*
DATE *5/18*
EXAM *Ult*

FF \$140.00
FILING 105.00
COPY
R. AGENT 35.00
TOTAL 140.00
BALANCE DUE \$
REFUND \$



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 31, 1999

ANDREW O. KAPLAN
BRRRING, INC.
328 COMMONWEALTH AVE
BOSTON, MA 02115

SUBJECT: BRRRING, INC.
Ref. Number: W99000007673

We have received your document for BRRRING, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

It appears that the above referenced Nevada corporation previously qualified in Florida on 10/22/98, and adopted "Post and Gross, Inc." for use in Florida. Therefore, it may not qualify again and adopt "P & G, Inc." for use in Florida. Also, P & G, Inc., is not available for use in this state.

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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 899A00016106

BRRRING, INC.

Office of the General Counsel

328 Commonwealth Avenue
Phone (617) 578-0883

Boston, Massachusetts 02115
Facsimile (617) 351-0096

May 13, 1999

Hart Collins, Senior Corporate Section Administrator
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: BRRRING, INC.
Letter Number: 899A00016106
Reference Number: W99000007673

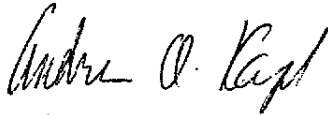
Dear Hart Collins:

Thank you for your letter informing me that BRRRING, Inc., cannot adopt the name P&G, Inc. for use in Florida. BRRRING, Inc., will take no further action on this matter, and will maintain Post & Gross as its corporate name. ✓

However, it is my understanding that our request to register PPC&G, Limited Partnership, in Florida remains outstanding. I would appreciate it if you could inform me as to the status of that application.

Should you have any questions, kindly contact me at the above telephone number. Thank you for your assistance.

Sincerely yours,



Andrew O. Kaplan

BRRRING, INC.
Office of the General Counsel
328 Commonwealth Avenue
Boston, Massachusetts 02115
Phone (617) 578-0883
Facsimile (617) 351-0096

May 20, 1999

Brenda Tadlock
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

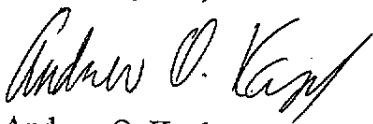
Dear Ms. Tadlock:

Pursuant to our recent telephone conversation, I am enclosing a check in the amount of thirty five dollars (\$35.00) to cover the cost of the Registered Agent Designation for PPC&G, Limited Partnership. This letter will also confirm that BRRRING, Inc. will remain as General Partner of PPC&G and will use the name Post and Gross, Inc. in the State of Florida. ✓

It is my understanding that upon receipt of the enclosed check, PPC&G will receive a Certificate of Limited Partnership effective March 31, 1999. ✓

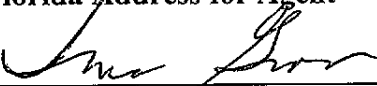
Thank you again for your assistance. Please contact me should you need any further information concerning this matter.

Sincerely yours,



Andrew O. Kaplan

STATE OF FLORIDA
CERTIFICATE OF LIMITED PARTNERSHIP

1. PPC&G, Limited Partnership
Name of Limited Partnership
2. 328 Commonwealth Avenue, Boston, MA 02115
Place of Business
3. Irma Gross
Registered Agent for Service of Process
4. 6080 Huntwick Terrace, Suite 308, Delray Beach FL 33484
Florida Address for Agent
5. 
Irma Gross
Signature of Registered Agent
6. 328 Commonwealth Avenue Boston, MA 02115
Mailing Address of the Limited Partnership
7. December 31, 2060
Latest Dissolution Date
8. BRRRING, Inc.
328 Commonwealth Avenue Boston MA 02115
Name and Address of General Partner

FILED
99 MAR 31 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

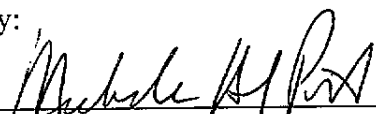
F98-5891

Under penalties of perjury, we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 19th day of March 1999.

BRRRING, Inc.

By:


Michelle Post, its Secretary/Treasurer

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR
FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of PPC&G, Limited Partnership, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is
Fifteen thousand and xx/00 dollars (\$15,000).

The total amount contributed and anticipated to be contributed by the limited partners at
this time totals Fifteen thousand and xx/00 dollars (\$15,000).

Signed this 19th day of March 1999.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, we declare that we have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.

BRRRING, Inc.

General Partner

By:

Michelle Post
Michelle Post, its Secretary/Treasurer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA