



F00000001940

ACCOUNT NO. : 072100000032

REFERENCE : 636395 5012985

AUTHORIZATION :

Patricia Pzyt

COST LIMIT : \$ 70.00

ORDER DATE : March 23, 2000

ORDER TIME : 11:08 AM

ORDER NO. : 636395-015

CUSTOMER NO: 5012985

600003198746--8

CUSTOMER: Ron Levy, Esq
Snow Becker Krauss P.c.
605 Third Avenue

New York, NY 10158

FOREIGN FILINGS

NAME: SUPERUS HOLDINGS, INC.

C

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -6 PM 4:46

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

RECEIVED
00 APR -6 PM 2:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B/C 4/6

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: SUPERUS HOLDINGS, INC.

(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:

CAMILLE MCGONIGLE

(Name of Person)

(Firm/Company)

Suite 8746, Two World Trade Center

(Address)

New York, NY, 10048-0203

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

CAMILLE MCGONIGLE

(Name of Person)

at (800) 221 0770

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -6 PM 4:46

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

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -6 PM 4:46

1. SUPERUS HOLDINGS, 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

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

3. 11-3535629

(FEI number, if applicable)

4. March 08, 2000

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

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

7. One Embarcadero Center, Suite 2040, San Francisco, CA 94111

(Current mailing address)

To engage in any act or activity for which corporations may be organized.

8. _____

(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: Corporation Service Company

Office Address: 1201 RAYS 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: Laura R. Perry
(Registered agent's signature)

John Pelletier, Assistant 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.

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

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 Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Steven J. Lubman, Secretary
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -6 PM 4:45

SUPERUS HOLDINGS, INC.
Rider to Florida Application for Authority
April 3, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -6 PM 4:46

Directors:

Adam J. Epstein, Chairman of Board of Directors
c/o Superus Holdings, Inc.
One Embarcadero Center
Suite 2040
San Francisco, CA 94111

Ira Levy
c/o Surge Components, Inc.
1016 Grand Boulevard
Deer Park, New York 11729

Mario Habib
c/o Global DataTel, Inc.
3333 Congress Avenue, Suite 404
Delray Beach, Florida 33445

Officers:

Adam J. Epstein, Acting Chief Executive Officer
c/o Superus Holdings, Inc.
One Embarcadero Center
Suite 2040
San Francisco, CA 94111

Steven J. Lubman, Secretary
c/o Surge Components, Inc.
1016 Grand Boulevard
Deer Park, New York 11729

State of Delaware
Office of the Secretary of State

PAGE 1

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -6 PM 4:46

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUPERUS HOLDINGS, 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-THIRD DAY OF MARCH, A.D. 2000.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SUPERUS HOLDINGS, INC." WAS INCORPORATED ON THE EIGHTH DAY OF MARCH, A.D. 2000.





Edward J. Freel, Secretary of State

3190467 8300

001148385

AUTHENTICATION: 0334925
DATE: 03-23-00