



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 23, 2000

ALBERT P. VEGA
ALBERT P. VEGA, C.P.A., P.A.
2121 PONCE DE LEON BLVD., SUITE 721
CORAL GABLES, FL 33134

SUBJECT: CARDINAL DEVELOPMENT CORPORATION
Ref. Number: W00000013290

We have received your document for CARDINAL DEVELOPMENT CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 400A00029244



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 7, 2000

ALBERT P. VEGA
ALBERT P. VEGA, C.P.A., P.A.
2121 PONCE DE LEON BLVD., SUITE 721
CORAL GABLES, FL 33134

SUBJECT: CARDINAL DEVELOPMENT CORPORATION NY
Ref. Number: W00000013290

We have received your document for CARDINAL DEVELOPMENT CORPORATION NY and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to get the application signed as requested in our last letter. Please have either Maurice or Irene Arditi sign on line 13.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 600A00032106

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

I, the undersigned IRENE ARDITI, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____

CARDINAL DEVELOPMENT CORPORATION
(Corporate Name)

a corporation duly organized and existing under the laws of the State of NEW YORK,

was duly adopted on MAY 31, 20 00.

Be it resolved, that CARDINAL DEVELOPMENT CORPORATION
(Corporate Name)

organized and existing in the State of NEW YORK, hereby adopts the name

CARDINAL DEVELOPMENT CORPORATION NY for use in Florida

Dated: 06/2/00



Signature of either Chairman, Vice Chairman or any officer

IRENE ARDITI
Type or print Name

INHS19(1/00)

SECRETARY OF STATE
TALLAHASSEE
FLORIDA

00 JUN 27 AM 10:43

FILED

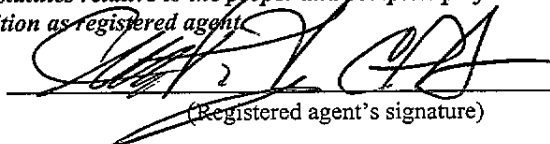
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. CARDINAL DEVELOPMENT CORPORATION
(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 3. 13-3337532
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 03/13/1986 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. C/O ALBERT P. VEGA CPA
2121 PONCE DE LEON BLVD. SUITE 721 / CORAL GABLES, FL. 33134
(Current mailing address)
8. INVESTOR IN REAL ESTATE DEVELOPMENT VENTURE
(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: ALBERT P. VEGA CPA
- Office Address: 2121 PONCE DE LEON BLVD #721
CORAL GABLES, Florida, 33134
(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.


(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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

MAURICE & IRENE ARDITI

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TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: MAURICE ARDITI

Address: 3 GROVE ISLE DR. # 1210

COCONUT GROVE, FL 33133

Vice Chairman: IRENE ARDITI

Address: 3 GROVE ISLE DR. # 1210

COCONUT GROVE, FL 33133

Director: _____

Address: _____

Director: _____

Address: _____

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

President: MAURICE ARDITI

Address: 3 GROVE ISLE DR. # 1210

COCONUT GROVE, FL 33133

Vice President: IRENE ARDITI

Address: 3 GROVE ISLE DR. # 1210

COCONUT GROVE, FL 33133

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

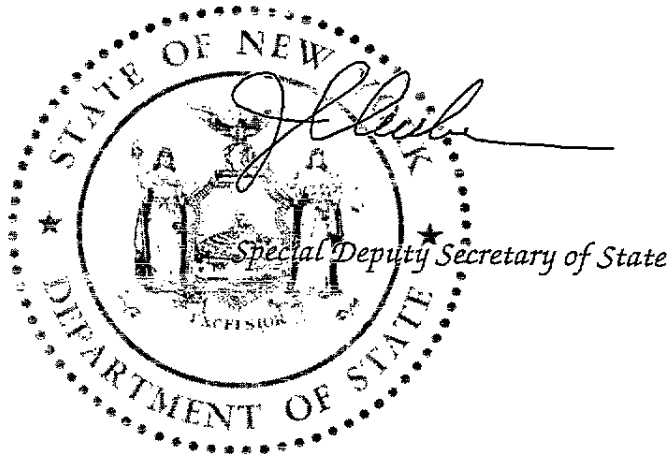
14. _____

IRENE ARDITI, V.P.
(Typed or printed name and capacity of person signing application)

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of CARDINAL DEVELOPMENT CORPORATION was filed on 03/13/1986, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with 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 01st day of May
two thousand.*



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FILED
00 JUN 27 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA