



F00000006052

ACCOUNT NO. : 072100000032

REFERENCE : 875565 5012985

AUTHORIZATION : *Patricia Regis*

COST LIMIT : \$ 70.00

ORDER DATE : October 25, 2000

ORDER TIME : 11:22 AM

ORDER NO. : 875565-005

CUSTOMER NO: 5012985

CUSTOMER: Mr. Keith Braun
Snow Becker Krauss P.c.
605 Third Avenue

New York, NY 10158

700003443717--1

FILED
OCT 30 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

5004 UW 56375

NAME: GDIS ACQUISITION CORPORATION

XXXX QUALIFICATION (TYPE: CO) *(5)*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis EXT 1165

32
10/31

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CONCORDATIONS
OCT 30 PM 12:05
TO AGENCY
SUFFICIENCY OF FILING

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: GDIS Acquisition Corporation
(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:

Keith S. Braun, Esq.

(Name of Person)

Snow Becker Krauss P.C.

(Firm/Company)

605 Third Avenue

(Address)

New York, New York 10158

(City/State/Zip)

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

Keith S. Braun, Esq.

(Name of Person)

at (212) 455-0476

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration 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. GDIS Acquisition Corp.
(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. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 25, 2000 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. a. c/o Surge Components, Inc., 1016 Grand Avenue, Deer Park, New York 11729-0125
(Principal office address)
- b. c/o Surge Components, Inc., 1016 Grand Avenue, Deer Park, New York 11729-0125
(Current mailing address)
8. To engage in any act or activity permitted for corporations organized under the Delaware Business Corporation Law, provided that such act or activity is permitted under the laws of Florida
(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 Hays 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.

By: Laura R. Dunlap
(Registered agent's signature)

Laura R. Dunlap
as its agent

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: Adam J. Epstein

Address: One Embarcadero Center - Suite 2040

San Francisco, California 94111

Vice Chairman: _____

Address: _____

Director: Ira Levy

Address: c/o Surge Components, Inc., 1016 Grand Avenue, Deer Park, New York

11729-0125

Director: Steven J. Lubman

Address: c/o Surge Components, Inc., 1016 Grand Avenue, Deer Park, New York

11729-0125

B. OFFICERS

President: Ira Levy

Address: c/o Surge Components, Inc., 1016 Grand Avenue, Deer Park, New York 11729-0125

Vice President: _____

Address: _____

Secretary: Steven J. Lubman

Address: c/o Surge Components, Inc., 1016 Grand Avenue, Deer Park, New York

11729-0125

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. Ira Levy, President

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

FILED
OCT 30 PM 1:22
SECTION OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GDIS ACQUISITION CORP." 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-FIFTH DAY OF OCTOBER, A.D. 2000.

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

FILED
OCT 30 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel
Edward J. Freel, Secretary of State

3165293 8300

AUTHENTICATION: 0753962

001537076

DATE: 10-25-00