TO: Registration Section Division of Corporations (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: ·12/22/00--01026--002 \*\*\*\*\*70.00 \*\*\*\*\*70.00 For further information concerning this matter, please call: at (<u>212</u>) <u>820 - 3400 × 150</u> (Area Code & Daytime Telephone Number) MAILING ADDRESS: STREET ADDRESS: Registration Section Registration Section Division of Corporations Division of Corporations P.O. Box 6327 409 E. Gaines St. Tallahassee, FL 32314

70.00 Filing Fee

Tallahassee, FL 32399

Enclosed is a check for the following amount.

□ \$78.75 Filing Fee & Certificate of Status □ \$78.75 Filing Fee & Certified Copy

 □ \$87.50 Filing Fee,
 Certificate of Status & Certified Copy



# FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 5, 2000

WALL ST. CONNECTIONS, NC. 2460 GUFL BLVD, SUITE 1210 CLEARWATER, FL 33767

SUBJECT: CARNEGIE INVESTOR SERVICES, INC.

Ref. Number: W00000028626

We have received your document for CARNEGIE INVESTOR SERVICES, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6967.

Michelle Hodges Document Specialist

Letter Number: 300A00061543

# 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. (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.) (State or country under the law of which it is incorporated) 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.) (Current mailing address) 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable Office Address: 4132 Apple Blossom Rd 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 business addresses of officers and/or directors:
A. DIRECTORS
Chairman: David A. Weinberger
Address: 950 Third Ave.
New York, NY 10022
Vice Chairman: Greg Rosenboum
Address: 950 Third Ane.
New York, NY 10022
Director:
Address:
· · · · · · · · · · · · · · · · · · ·
Director:
Address:
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.
<i>i</i> .
13. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
-14. David A. Weinberger Chairman (Typed or printed name and capacity of person signing application)
(Typed or printed name and capacity of person signing application)

## State of Delaware

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### Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "CARNEGIE INVESTOR SERVICES 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 EIGHTEENTH DAY OF

DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

Edward J. Freel, Secretary of State

AUTHENTICATION: 0861173

DATE: 12-18-00

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