

F01000000118

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: BERT ADLER CO. 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:

DAN GOODMAN
(Name of Person) 800003469098--4
-11/17/00--01085--004
*****70.00 *****70.00
(Firm/Company)
2143 NW 60TH CIRCLE W-27856
(Address)
BOCA RATON, FLORIDA 33496-2652
(City/State/Zip)

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

DAN GOODMAN at (561) 241-5678
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

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

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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



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: January 2, 2001

RE: Bert Adler, Co., Inc.

Based upon the information provided by this corporation, it is my recommendation that this file be closed.

According to Dan Goodman, the corporation filled out the application in error. It seems unlikely the corporation has ever transacted business in Florida as defined in Chapter 607, because the sole asset of the corporation (set up as a generation skipping trust) is stock.

It is my opinion that outstanding fees and penalties are not actually owed. As a result, I recommend the closure of this file.

/gty

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 27, 2000

DAN GOODMAN
2143 NW 60TH CIRCLE
BOCA RATON, FL 33496-2652

SUBJECT: BERT ADLER CO. INC.
Ref. Number: W00000027856

We have received your document for BERT ADLER CO. 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:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$4615.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 800A00060077

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SECRET
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 01-09-00 BY 60322/UC/STP

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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. BERT ADLER CO. 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. NEW YORK 3. 13-1542985
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/12/46 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. JUNE 1996
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2143 NW BOTH CIR
BOCA RATON, FL 33496-2652
(Current mailing address)

8. VARIOUS INCLUDING INVESTMENTS
(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: DAN GOODMAN

Office Address: 2143 NW BOTH CIR

BOCA RATON, FL, Florida, 33496
(Zip code)

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TALLAHASSEE, FLORIDA
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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.

Dan Goodman
(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)

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

Chairman: DAN GOODMAN

Address: 2143 NW 60TH CIR
BOCA RATON, FL 33496

Vice Chairman:

Address:

Director: CAROL GOODMAN

Address: 2143 NW 60TH CIR
BOCA RATON, FL 33496

Director:

Address:

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

President: DAN GOODMAN

Address: 2143 NW 60TH CIR
BOCA RATON FL 33496

Vice President: CAROL GOODMAN

Address: 2143 NW 60TH CIR
BOCA RATON FL 33496

Secretary: CAROL GOODMAN

Address: 2143 NW 60TH CIR
BOCA RATON FL 33496

Treasurer: DAN GOODMAN

Address: 2143 NW 60TH CIR
BOCA RATON, FL 33496

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Dan Goodman
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DAN GOODMAN PRESIDENT
(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 BERT ADLER CO. INC. was filed on 03/12/1946, under the name of STREAMLINE BUTTON CO., INC., fixing the duration as perpetual, 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. I further certify the following:

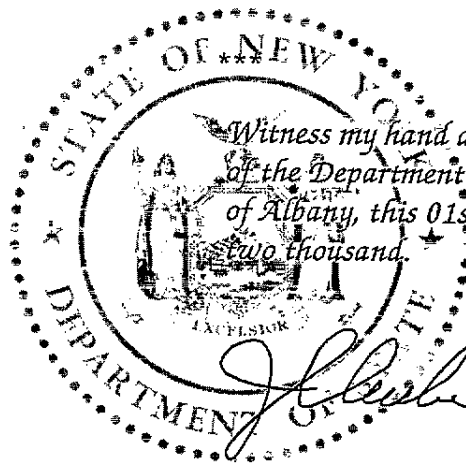
A Certificate of Amendment was filed on 05/15/1946.

A certificate changing name to BERT ADLER CO. INC. was filed on 09/15/1958.

The Biennial Statement is past due.

I further certify, that no other documents have been filed by such Corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 01st day of November
two thousand.



J. Leub

Special Deputy Secretary of State

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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