

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC
Account Number : 075350000353
Phone : (212) 431-5000
Fax Number : (212) 431-1441

01 FEB -2 AM 10:36

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

COBALT PROPERTIES, INC.

RECEIVED
01 FEB -5 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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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. COBALT PROPERTIES, 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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. 10-26-00 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. 225 STERLING PL.
(Principal office address)
BROOKLYN, NY 11238
(Current mailing address)

8. REAL ESTATE INVESTMENT AND ANY OTHER LAWFUL BUSINESS PURPOSE
(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: BLUMBERGEXCELSIOR CORPORATE SERVICES, INC.

Office Address: 4435 OLD WINTER GARDEN RD.

ORLANDO

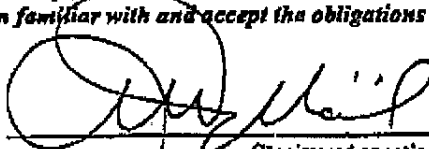
(City)

Florida 32811-4243

(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.



Marc D. Moore (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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: JOHN STEPHENSON

Address: 255 STERLING PL.

BROOKLYN, NY 11238

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: JOHN STEPHENSON

Address: 225 STERLING PL.

BROOKLYN, NY 11238

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. JOHN STEPHENSON, PRESIDENT

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

14. _____

(Signature and capacity of person signing application)

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013
(212) 431-5000

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State of Delaware

Office of the Secretary of State

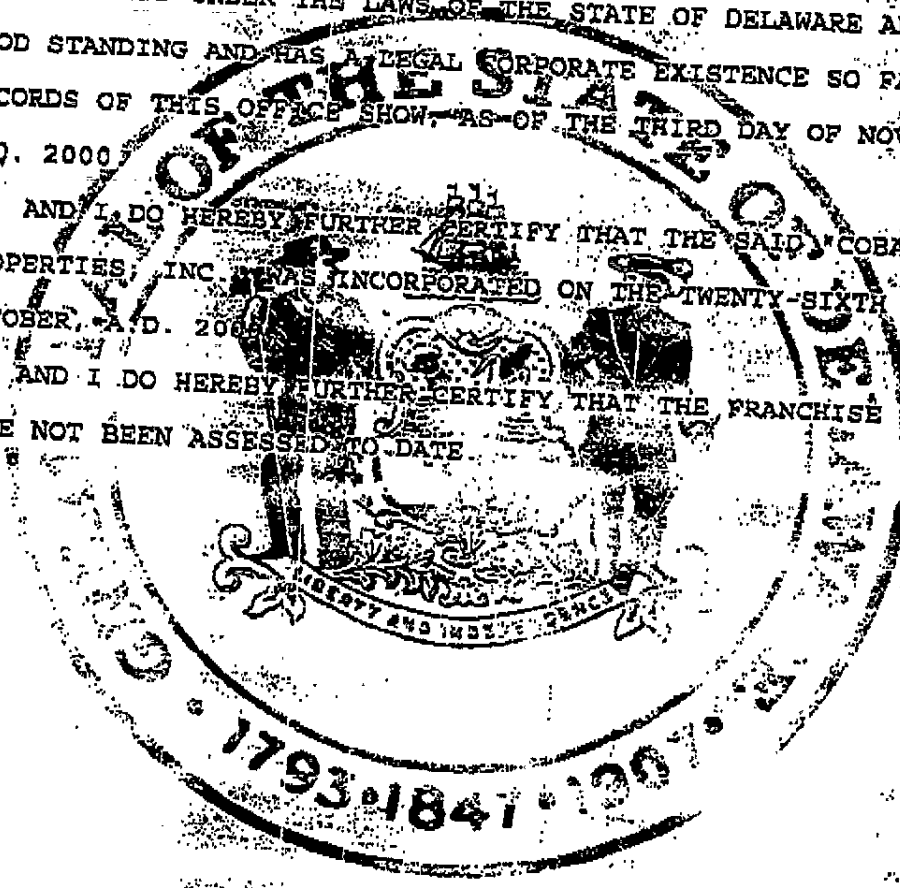
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COBALT PROPERTIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF NOVEMBER, A.D. 2000

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COBALT PROPERTIES, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2000

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



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0773128

DATE: 11-03-00

bergExcelior Corporate Services, Inc.
White Street
York, NY 10013
431-5000

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