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109 N. Brush St., Ste. 440  
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February 16, 2001

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000003743130--1  
-02/20/01--01061--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Breen Capital Services Corporation  
Foreign Corporation Application to Transact Business in Florida

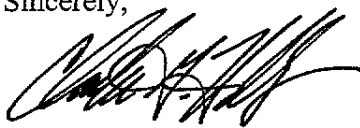
W01-4107

Dear Sirs and Madams:

Please find enclosed an original Application to Transact Business in Florida from Breen Capital Services Corporation, a New Jersey corporation and a check in the amount of \$70.00, representing the cost for the filing.

Please feel free to call me at the number above with any questions you may have.

Sincerely,



Clarke G. Hobby

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01 MAR 13 AM 2:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 21, 2001

HOBBY GREY & REEVES  
109 N BRUSH ST., STE 440  
TAMPA, FL 33602

SUBJECT: BREEN CAPITAL SERVICES CORP.  
Ref. Number: W01000004107

We have received your document for BREEN CAPITAL SERVICES CORP. 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 \$6965.00.

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: 501A00011020

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AFFIDAVIT

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

BEFORE ME, the undersigned authority, personally appeared DIAZ TRIBUANI, who, after being duly sworn, deposes and says:

1. Affiant is an employee of Breen Capital Services Corporation ("Breen").
2. Affiant is competent to testify herein and has personal knowledge of the facts stated herein. Affiant is over 18 years of age.
3. On February 16, 2001, counsel for Breen forwarded to the Secretary of State an Application By Foreign Corporation for Authorization to Transact Business in Florida (the "Application").
4. Affiant mistakenly listed, under line Six (6) of the Application, that Breen first transacted business in Florida in 1995. After a careful review of the provisions of Florida Statutes 607.1501 and other provisions of the Chapter 607, it is clear that Breen's past activities in the State of Florida, relating back to 1995, do not constitute transacting business in the State of Florida under Florida law, specifically, Florida Statutes 607.1501.
5. Notwithstanding Breen's previous activities in the State of Florida, Breen still desires to register to do business in the State of Florida. Accordingly, Affiant respectfully requests that the Application be amended to include the information contained herein and that the Secretary of State approve the Application in reliance upon Affiant's attestation that Breen has not yet begun to transact business under the provisions of Florida Statutes Chapter 607.

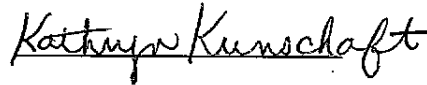
FURTHER SAYETH AFFIANT NOT.

  
DIAZ TRIBUANI

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TALLAHASSEE, FLORIDA

SWORN TO AND SUBSCRIBED before me this 5 day of March, 2001, by DIAZ TRIBUANI, who is personally known to me or who has produced \_\_\_\_\_ as identification, and who did not take an oath.

Name:

  
Notary Public, State of Florida

My Commission Expires:



Kathryn Kunschaft  
MY COMMISSION # DD002315 EXPIRES  
February 19, 2005  
BONDED THRU TROY FAIR INSURANCE, INC.

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. Breen Capital Services 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 Jersey 3. 22-3243784  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1993 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1995  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3065 FOREST HILL BLVD.  
WEST PALM BEACH, FL. 33406  
(Current mailing address)

8. BRANCH OFFICE  
(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: Diaz Tribuiani

Office Address: 3065 Forest Hill Blvd.  
West Palm Beach, Florida, 33406  
(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: Diaz Tribuiani  
(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)

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TALLAHASSEE, FLORIDA

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

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**President: Donald E. WilliamsAddress: 101 Farnsworth AveBordentown NJ 08505Vice President: Robert C. SilcoxAddress: 101 Farnsworth AveBordentown NJ 08505Secretary: J. Douglas BreenAddress: 101 Farnsworth AveBordentown NJ 08505Treasurer: J. Douglas BreenAddress: 101 Farnsworth AveBordentown NJ 08505**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. Robert C. Silcox, Vice President  
(Typed or printed name and capacity of person signing application)FILED  
01 MAR 13 AM 2:03  
TALLAHASSEE, FL 32304  
SECRETARY OF STATE

Accom 265

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
LONG FORM STANDING WITH CHARTER DOCUMENTS

BREEN CAPITAL SERVICES CORPORATION

*I, the Treasurer of the State of New Jersey,  
do hereby certify that the above-named  
New Jersey Domestic Profit Corporation was  
registered by this office on June 17, 1993.*

*As of the date of this certificate, said business  
continues as an active business in good standing  
in the State of New Jersey, and its Annual Reports  
are current.*

*I further certify that the registered agent and  
registered office are:*

Donald E Williams  
101 Farnsworth Avenue  
Bordentown, NJ 08505

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TALLAHASSEE, FLORIDA

*I further certify that as of the date of this  
certificate, the following amendments and changes  
are on file in this office:*

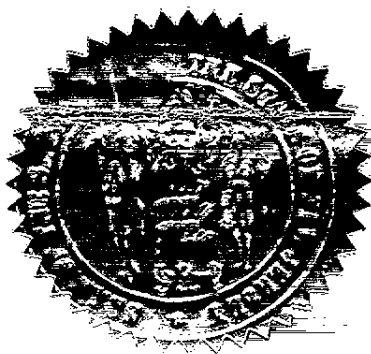
Amendment

01/26/1996

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STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
LONG FORM STANDING WITH CHARTER DOCUMENTS

BREEN CAPITAL SERVICES CORPORATION



IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
7th day of December, 2000

*Roland M Machold*

Roland M Machold  
Treasurer

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STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
LONG FORM STANDING WITH CHARTER DOCUMENTS

**BREEN CAPITAL SERVICES CORPORATION**

*Note: Long form standings with charter documents may reflect two dates for filed amendments. The system processing date, which is the date of entry into the State's data base, is always shown immediately to the right of the amendment description. If shown alone, the system processing date also constitutes the filing date for the amendment. If an amendment was reviewed and stamped filed prior to the system processing date, a second date called the back-stamp date is shown at the far right margin. In cases where the two dates are shown, the date at the far right margin date is the actual filing date for the amendment.*

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TREASURY DIVISION