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FRANKLIN G. CALLAS
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March 26, 2001

VIA FEDEX

MJH

REGISTRATION SECTION
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

600003911876--9
-03/27/01--01053--002
*****87.50 *****87.50

RE: Amalfi Associates, Inc.
Our File No. 4719.21

Dear sir or madam:

Enclosed herewith for filing with your office please find an original, fully executed Application By Foreign Corporation For Authorization to Transact Business in Florida, in connection with the captioned entity. Also enclosed is my client's check in the amount of \$87.50 to defray the cost of the following:

| | |
|--------------------------------|---------|
| Filing Fee For Application: | \$70.00 |
| Certified Copy of Application: | \$ 8.75 |
| Certificate of Status: | \$ 8.75 |

TOTAL: **\$87.50**

Please file the above enumerated documents with the Secretary of State and thereafter forward a certified copy of the Application, as well as a Certificate of Status, to the undersigned at your earliest convenience. Any correspondence or additional information you may require should be directed to the undersigned at the above address and telephone number.

Thank you for your cooperation in this matter.

Sincerely,


Mario G. de Mendoza, III

FILED
01 MAR 27 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE STATE
OF FLORIDA.*

1. AMALFI ASSOCIATES, 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. Massachusetts

(State or country under the law of which it is incorporated)

3. 04-2705704

(FEI number, if applicable)

4. August 4, 1980

(Date of incorporation)

5. perpetual

(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. 12 Gilford East Drive, Gilford, New Hampshire 03246

(Principal office address)

same

(Current mailing address)

8. vintage car sales and service

(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: Mario G. de Mendoza, III, Esq.

Office Address: Mendoza and Callas

251 Royal Palm Way, Suite 602

Palm Beach

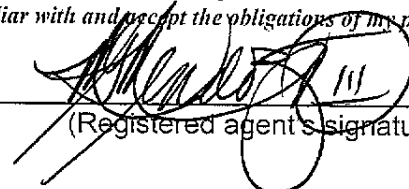
(City)

Florida 33480

(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, 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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAR 27 PM 4: 02

FILED

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

A. DIRECTORS

Chairman: Michael L. Amalfitano

Address: 12 Gilford East Drive, Gilford, New Hampshire 03246

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Michael L. Amalfitano

Address: 12 Gilford East Drive, Gilford, New Hampshire 03246

Vice President: _____

Address: _____

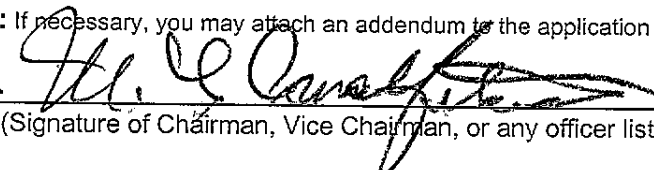
Secretary: Stephen M. Honig

Address: 265 Franklin Street, Boston, Massachusetts 02110-3192

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. Michael L. Amalfitano, President
(Typed or printed name and capacity of person signing application)



The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

March 12, 2001

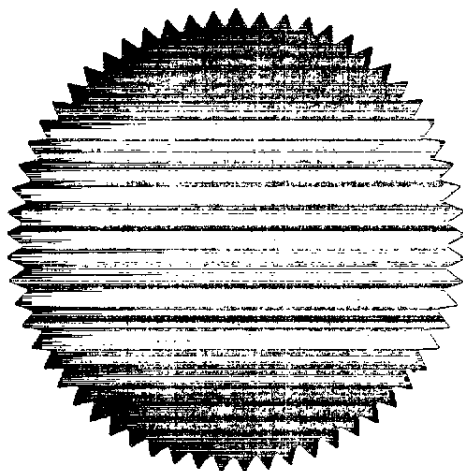
TO WHOM IT MAY CONCERN:

I hereby certify that

AMALFI ASSOCIATES, INC.

appears by the records of this office to have been incorporated under the General Laws of this Commonwealth on August 4, 1980.

I also certify that so far as appears of record here, said corporation still has legal existence.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth