



F0100000 2451

ACCOUNT NO. : 072100000032

REFERENCE : 139400 7246885

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
01 MAY -7 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Patricia P. P.

ORDER DATE : May 4, 2001

ORDER TIME : 10:03 AM

ORDER NO. : 139400-005

CUSTOMER NO: 7246885

600004138726--1

CUSTOMER : Ms. Cornelia Farrell Maggio
Ms. Cornelia Farrell Maggio
Po Box 60597

Philadelphia, PA 19145

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
12001 MAY -7
NOT ADEQUATE
TO ACCREDIT
SUFFICIENT FOR FILING

(4)

FOREIGN FILINGS

NAME: THE QPB CORP., INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: _____

3/2
5/7

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. THE QPB CORP., 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

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

3.

(FEL number, if applicable)

4.

9 Feb 01

(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 817.153, F.S.)

7.

4912 SARAZEN DR., HOLLYWOOD FL 33021

(Principal office address)

4912 SARAZEN DR., HOLLYWOOD FL 33021

(Current mailing address)

8.

RESTAURANT & Bar operations:-

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(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.

Corporation Service Company

Brett H. Davis - V.P.

(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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SECRETARY OF STATE

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

A. DIRECTORS

Chairman: Cornelia Farrell Scuderi

Address: PO Box 60597
Phila PA 19145

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached officers/directors rider Ira Mikhlsnn

Address: 2780 NE 183 St # C201
Adventura FL 33160

Vice President: _____

Address: _____

Secretary: Paul V. Scuderi

Address: 4912 Sarazen Dr Hollywood Fla 33021

Treasurer: Jan Weintraub

Address: 2780 NE 183 St C201 AVENTURA FL 33160

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

13. Paul Scuderi Secty
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Paul Scuderi Secty
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE QPB CORP., 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 FOURTH DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE QPB CORP., INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF JANUARY, A.D. 2001.

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3347164 8300

AUTHENTICATION: 1116755

010216646

DATE: 05-04-01