



# F02000001228

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REFERENCE : 423751 7273787

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED  
02 MAR 11 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : March 1, 2002

ORDER TIME : 10:31 AM

ORDER NO. : 423751-020

CUSTOMER NO: 7273787

CUSTOMER: Ms. Jane Piesmann  
Beckman Millman Barandes &  
116 John Street, Suite 1313

New York, NY 10038

RECEIVED  
02 MAR 11 PM 12:09  
UNIT SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: VEF MANAGEMENT, INC.

BK

800005080448--5

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: \_\_\_\_\_

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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TALLAHASSEE, FLORIDA  
STATE SECRETARY OF STATE

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. VEF Management, 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. March 1, 2002 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. 1700 South Dixie Highway, Suite 200, Boca Raton, Florida 33434  
(Principal office address)  
1700 South Dixie Highway, Suite 200, Boca Raton, Florida 33434  
(Current mailing address)  
Managing member of Florida limited liability companies
8. \_\_\_\_\_  
(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, Florida 32301  
(City) (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

Deborah D. Skipper

(Registered agent's signature)

Deborah D. Skipper  
Asst. V. Pres.

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 business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

## A. DIRECTORS

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

## B. OFFICERS

President: See attached officers/directors rider

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

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. Kathleen Tomasso  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Kathleen Tomasso, President

(Typed or printed name and capacity of person signing application)

Officers/Directors Rider to Application by VEF Management, Inc., a Delaware corporation to  
transact business in Florida

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TALLAHASSEE FLORIDA

12. Names and business addresses of officers and directors:

A. Directors

Director: Kathleen Tomasso-1700 South Dixie Highway, Ste. 200, Boca Raton, FL 33434

Director: Joseph Maenza-3550 Biscayne Blvd., Suite 310, Miami FL 33137

B. Officers

Chairman: Joseph Maenza-3550 Biscayne Blvd., Suite 310, Miami FL 33137

President/Secretary: Kathleen Tomasso-1700 South Dixie Highway, Ste. 200, Boca Raton, FL.  
33434

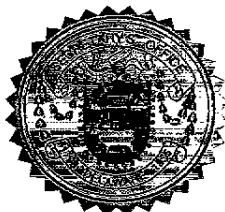
# Delaware

*The First State*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VEF MANAGEMENT, INC." IS DU 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 MARCH, A.D. 2002.



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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1644423

DATE: 03-04-02