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To:

Division of Corporations
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Account Name : NATIONAL CORPORATE RESEARCH, LTD.
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AL 1

FOREIGN PROFIT QUALIFICATION

mARQUIS JET PARTNERS, INC.

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$78.75

\$150.00

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Department of State 3/7/2002 9:02 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 7, 2002

NATIONAL CORPORATE RESEARCH, LTD.

SUBJECT: MARQUIS JET PARTNERS, INC.
REF: W02000006421

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR 11

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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 \$1150.00.

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Agnes Lunt
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CORPORATION

*Please Paid taxes! Use our
Depository account. John moving*

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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. Marquis Jet Partners, 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. 134179171
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 05, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. November 01, 2001
(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. 230 Park Avenue, Suite 840, New York, NY 10169
(Principal office address)
- 230 Park Avenue, Suite 840, New York, NY 10169
(Current mailing address)
- The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida provided that the corporation will not engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.
8. agency or other body without such consent or approval first being obtained.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR 11

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: National Corporate Research, Ltd., Inc.

Office Address: 1406 Hays Street, Suite #2

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.

National Corporate Research, Ltd., Inc.

(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: Alan Clingman

Address: 230 Park Avenue, Suite 840

New York, NY 10169

Director: Henry Schachar

Address: 230 Park Avenue, Suite 840

New York, NY 10169

Director: Ken Dichter

Address: 230 Park Avenue, Suite 840

New York, NY 10169

Director: Jesse Itzler

Address: 230 Park Avenue, Suite 840

New York, NY 10169

B. OFFICERS

President: Alan Clingman

Address: 230 Park Avenue, Suite 840

New York, NY 10169

Vice President: Ken Dichter

Address: 230 Park Avenue, Suite 840

New York, NY 10169

Secretary: Jesse Itzler

Address: 230 Park Avenue, Suite 840, New York, NY 10169

Treasurer: Jesse Itzler

Address: 230 Park Avenue, Suite 840, New York, NY 10169

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. Jesse Itzler, Secretary
(Typed or printed name and capacity of person signing application)

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

A. DIRECTORS

Director: William Allard
230 Park Avenue, Suite 840
New York, NY 10169

Director: Jeff Bernstein
230 Park Avenue, Suite 840
New York, NY 10169

Director: Marke Demetree
230 Park Avenue, Suite 840
New York, NY 10169

Director: David Moore
230 Park Avenue, Suite 840
New York, NY 10169

B. OFFICERS

Assistant Secretary: Henry Schachar
230 Park Avenue, Suite 840
New York, NY 10169

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TALLAHASSEE, FLORIDA
02 MAR 11

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARQUIS JET PARTNERS, 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 FIFTH DAY OF MARCH, A.D. 2002.

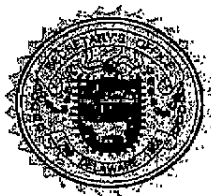
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MARQUIS JET PARTNERS, INC." WAS INCORPORATED ON THE FIFTH DAY OF JUNE, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR 11



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1646961

020149298

DATE: 03-05-02