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FILED
MAR 26 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 746494 4612432

AUTHORIZATION :

Patricia Pajot

COST LIMIT : \$ 70.00

ORDER DATE : January 18, 2002

ORDER TIME : 2:08 PM

ORDER NO. : 746494-010

000005170370--0

CUSTOMER NO: 4612432

CUSTOMER: Ms. Christine M. Hyman
Archer & Greiner, P. C.
One Centennial Square

Haddonfield, NJ 08033

FOREIGN FILINGS

NAME: AMC SERVICES, 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: _____

BK

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RECEIVED
02 MAR 26 PM 3:07
J. P. JAMES
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

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02 MAR 26 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. AMC Services, 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. 33-0995042
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 18, 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. 1900 AM Drive, Quakertown, PA 18951-2107
(Principal office address)

(Current mailing address)

Installation of cable services and transaction of any lawful business permitted under the Delaware General Corporation Law.

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

Elizabeth B. Konecny
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Javad K. HassanAddress: 1900 AM DriveQuakertown, PA 18951-2107

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Michael N. JohnsonAddress: 1900 AM DriveQuakertown, PA 18951-2107Vice President: None

Address: _____

Secretary: Patricia EynonAddress: 1900 AM Drive, Quakertown, PA 18951-2107Treasurer: None

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. _____

Javad K. Hassan, Chairman
(Typed or printed name and capacity of person signing application)02 MAR 28 PM 4:06
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TALLAHASSEE, FLORIDA

Delaware

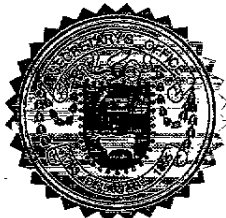
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMC SERVICES, 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 EIGHTEENTH DAY OF JANUARY, A.D. 2002.

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

FILED
02 MAR 26 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3481303 8300

020037164

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1567233

DATE: 01-18-02