



# FO200003679

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AUTHORIZATION :

*Patricia Pyjot*

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ORDER DATE : July 17, 2002

ORDER TIME : 10:05 AM

ORDER NO. : 666947-010

CUSTOMER NO: 4370546

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CUSTOMER: Sloan Schickler, Esq  
Schickler & Schickler, L.l.p.  
1700 Broadway  
42nd Fl.  
New York, NY 10019

FOREIGN FILINGS

NAME: RE MONITOR CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER:

*7/18 nest*

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TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

**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. RE Monitor Corp.  
(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. New York  
(State or country under the law of which it is incorporated)
3. pending  
(FEI number, if applicable)
4. 07/17/02  
(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. 55 Charles Lindbergh Boulevard, Mitchel Field, NY 11553  
(Principal office address)  
(same)  
(Current mailing address)
8. See Attachment A  
(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 Deborah D. Skipper  
(Registered agent's signature) 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.

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

A. DIRECTORS

Chairman: See attached officers/directors rider - Attachment B

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

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

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

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

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

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

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

B. OFFICERS

President: See attached officers/directors rider - Attachment B

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

14. Martin B. Bloch, President  
(Typed or printed name and capacity of person signing application)

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## ATTACHMENT A

The purposes for which the Corporation is formed are as follows, to wit:

(a) To buy, sell, hire, lease, rent, import, export, deal in, operate, manufacture, develop, or otherwise use, at any place or places, automobiles, trucks, buses, motorcycles, motorbikes, industrial equipment, farming equipment and all other types of mechanical contrivances, devices, machinery, appliances, tools, supplies, materials, parts, accessories and equipment and/or other paraphernalia used or capable of being used in connection or in conjunction with any of the foregoing; to develop, experiment with, manufacture, process, prepare, use, equip, remodel, construct, acquire, hold, operate, buy, sell, lease, install, repair, service, import, export, trade and deal in and with devices, equipment, instruments, machinery, apparatus, systems, products, motors, machines, fixtures, appliances, devices and contrivances and any other property, real, personal or mixed, tangible or intangible, of any kind, nature and description whatsoever, and to participate in any industrial, manufacturing, scientific, mercantile, or trading business of any kind or character whatsoever.

(b) To engage in the business of buying and selling gasoline, kerosene, lubricating oils and greases, anti-freezes, tires, and other supplies for automobiles, trucks, buses, tractors, motorcycles, motorbikes, farming equipment, industrial equipment, and all other types of machinery and mechanical equipment; to repair, lubricate, and maintain any of the foregoing, and to do everything ordinarily done by those engaged in this line of business.

(c) To acquire by purchase, lease, or otherwise and to improve and develop real property. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use, and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

(d) To improve, manage, develop, sell, assign, transfer, lease, mortgage, create a security interest in, pledge or otherwise dispose of or deal with all or any part of the property of the Corporation, and from time to time to vary any investment or employment of funds of the Corporation.

(e) To purchase or otherwise acquire the good will, rights, property and franchises, and to take over as a going concern the whole or any part of the assets and liabilities of any person, firm, association, or corporation engaged in the same or similar business, and to hold or in any manner dispose of the whole or any part of the property so acquired; to merge or consolidate with any corporation in such manner as may be permitted by law; and to continue and conduct the whole or any part of any business acquired, insofar as a corporation of this character may lawfully do so, with the right to exercise all powers necessary or convenient in and about the conduct and management of such business.

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(f) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned or held by the Corporation.

(g) To carry out any one or more of the purposes and objects herein enumerated as principal, factor, agent, contractor or otherwise, either alone or through or in conjunction with any person, partnership, association or corporation.

(h) To carry on its operations and conduct business in any state, in the District of Columbia, and in any territory, dependency or possession of the United States, and in any foreign country.

(i) To borrow or raise money without limit as to the amount; to sell, grant security interests in, pledge and otherwise dispose of and realize upon book accounts and other choses in action; to make, draw, accept, or endorse, execute and issue bonds, debentures, notes or other obligations of any nature or in any manner for money so borrowed or in payment for property purchased or for any other of the objects or purposes of the Corporation, and to secure the principal thereof and the interest thereon by mortgage upon, or creation of security interests in, or pledge of, or conveyance or assignment in trust of, the whole or any part of the property, real or personal, of the Corporation, wherever situated and whether at the time owned or thereafter acquired; and in such manner and upon such terms as the Board of Directors may from time to time determine, to sell, exchange, pledge, offer for discount, or otherwise dispose of any and all such bonds, debentures, notes or other obligations.

(j) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the business of the Corporation, or business of a similar nature, with any person, corporation, private, public or municipal, body politic under the government of the United States or any State, territory or possession thereof, or any foreign government so far as and to the extent that the same may be done and performed by corporations organized under the Business Corporation Law of this State.

(k) To such extent as a corporation organized under the Business Corporation Law of this State may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms or individuals, all and everything necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of the Corporation or to enhance the value of its properties; and in general to exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the Business Corporation Law of this State or under any act amendatory thereof, supplemental thereto, or substituted therefor.

(1) The foregoing clauses shall be construed as and shall be powers as well as purposes, and the matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clauses but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms or the general powers of the Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. The Corporation shall be authorized to exercise and enjoy all other powers, rights, and privileges granted by the Business Corporation Law of this State to corporations organized thereunder, and all the powers conferred by all acts heretofore or hereafter amendatory of or supplemental to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or hereafter in force, provided, however, that nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that statute may not at the time lawfully carry on or do.

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ATTACHMENT B

OFFICERS/DIRECTORS RIDER

A. Directors

President: Martin B. Bloch  
Address: 55 Charles Lindbergh Boulevard, Mitchel Field, NY 11553

Vice President: Leonard Martire  
Address: 55 Charles Lindbergh Boulevard, Mitchel Field, NY 11553

Treasurer: Alan Miller  
Address: 55 Charles Lindbergh Boulevard, Mitchel Field, NY 11553

Secretary/  
Vice President: Markus Hechler  
Address: 55 Charles Lindbergh Boulevard, Mitchel Field, NY 11553

B. Officers

President: Martin B. Bloch  
Address: 55 Charles Lindbergh Boulevard, Mitchel Field, NY 11553

Vice President: Leonard Martire  
Address: 55 Charles Lindbergh Boulevard, Mitchel Field, NY 11553

Treasurer: Alan Miller  
Address: 55 Charles Lindbergh Boulevard, Mitchel Field, NY 11553

Secretary/  
Vice President: Markus Hechler  
Address: 55 Charles Lindbergh Boulevard, Mitchel Field, NY 11553

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**State of New York } ss:  
Department of State**

*I hereby certify, that the Certificate of Incorporation of RE MONITOR CORP. was filed on 07/17/2002, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.*



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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 17th day of July  
two thousand and two.*

A black and white photograph of a handwritten signature in cursive script, appearing to read 'R. A. DeS...'. The signature is written on a dark rectangular background.

*Secretary of State*