

FD 200 0003758

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: S&B Retail, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Sophia Desai

(Name of Person)

Steinway Musical Instruments, Inc.

(Firm/Company)

800 South Street, Suite 305

(Address)

Waltham, MA 02453

(City/State and Zip code)

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*****78.75 *****78.75

For further information concerning this matter, please call:

Sophia Desai

(Name of Person)

at (781) 894-9770

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

02 JUL 22 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

7-23-02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 9, 2002

SOPHIA DESAI
STEINWAY MUSICAL INSTRUMENTS, INC.
800 SOUTH ST., STE. 305
WALTHAM, MA 02453

SUBJECT: S&B RETAIL, INC.
Ref. Number: W02000019714

We have received your document for S&B RETAIL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 102A00042592

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AND
FILED
02 JUL 22 AM 11:18
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. S&B Retail, 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. 22-3483527

(FEI number, if applicable)

4. December 1996

(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 617.155, F.S.)

7. 455 Route 17 South, Paramus, New Jersey 07652

(Principal office address)

ONE STEINWAY PLACE, LONG ISLAND CITY, NY 11105

(Current mailing address)

The purpose of the Corporation is to engage in any lawful act or activity for which Corporations may be organized under General Corporate Laws of the

8. State of Delaware.

(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

Mallahackee

(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

(Registered agent's signature)

Debra Burton

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
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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

A. DIRECTORS

Chairman: Bruce A. Stevens, Director

Address: 800 South Street, Suite 305

Waltham, MA 02453

Vice Chairman: _____

Address: _____

Director: Dana D. Messina

Address: 11100 Santa Monica Blvd. Suite 825

Los Angeles, CA 90025

Director: Kyle R. Kirkland

Address: 11100 Santa Monica Blvd. Suite 825

Los Angeles, CA 90025

B. OFFICERS

President: Bruce A. Stevens

Address: 800 South Street, Suite 305

Waltham, MA 02453

Vice President: _____

Address: _____

Secretary: Dennis M. Hanson

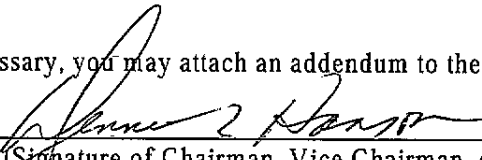
Address: 800 South Street, Suite 305, Waltham, MA 02453

Treasurer: Dennis M. Hanson

Address: 800 South Street, Suite 305, Waltham, MA 02453

APPROVED
AND
FILED
02 JUL 22 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Dennis M. Hanson, Treasurer and Secretary
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

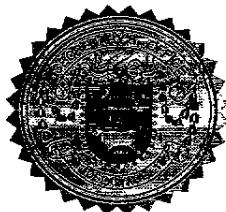
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "S&B RETAIL, 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 TWENTY-EIGHTH DAY OF JUNE, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "S&B RETAIL, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 1996.

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

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2700230 8300

AUTHENTICATION: 1859210

020421418

DATE: 06-28-02