

F0400000147

Florida Department of State
Division of Corporations
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((H04000038723 3))

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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : Berman Rennert Vogel & Mandler, PA
Account Number : 075103002011
Phone : (305) 577-4177
Fax Number : (305) 373-6036

FOREIGN PROFIT QUALIFICATION

International Cable Corporation

| | |
|-----------------------|------------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 01 |
| Estimated Charge | \$2,387.50 |

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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3/15/04

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APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO
TRANSACTION 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. The name of the corporation is: **INTERNATIONAL CABLE CORPORATION.**
2. The corporation was incorporated under the laws of the State of Massachusetts on **July 2, 1999.**
3. The date the corporation first transacted business in Florida was on **April 1, 2002.**
4. The duration of the corporation is perpetual.
5. The mailing address of the corporation is:

150 Old Page Street
Stoughton, MA 02072

6. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the State of Massachusetts and as permitted in the State of Florida.
7. The name and address of the registered agent and registered office of the corporation in the State of Florida is:

Registered Agents of Florida, LLC
100 Southeast Second Street, Suite 2900
Miami, Florida 33131-2130

8. Having been named as registered agent 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

REGISTERED AGENTS OF FLORIDA, P.A.

By: Charles J. Rennert, Jr.
Charles J. Rennert, Vice President

9. Attached is a certificate of good standing duly authenticated not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State of Massachusetts.

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10. Names and Addresses of officers and directors of the corporation:

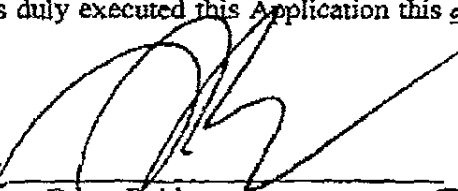
A. Directors

| <u>Name</u> | <u>Address</u> |
|-----------------|------------------------------------------|
| Jeffrey Fruman | 29 Baystate Road Boston, MA 02215 |
| Bruce Balder | 32 Marant Drive Needham, MA |
| Laurence Fruman | 125 Countryside Road Newton, MA 02159 |

B. Officers

| <u>Name</u> | <u>Title</u> | <u>Address</u> |
|-----------------|--------------|------------------------------------------|
| Jeffrey Fruman | President | 29 Baystate Road Boston, MA 02215 |
| Bruce Balder | Treasurer | 32 Marant Drive Needham, MA |
| Laurence Fruman | Clerk | 125 Countryside Road Newton, MA 02159 |

IN WITNESS WHEREOF, the undersigned has duly executed this Application this 25 day of February 2004.

By: 
Name: Bruce Balder

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DIVISION OF CORPORATIONS
P.L.U.

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*The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133*

William Francis Galvin
Secretary of the
Commonwealth

March 10, 2004

TO WHOM IT MAY CONCERN:

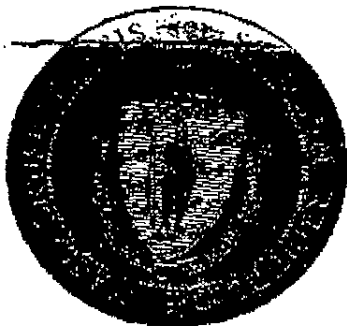
I hereby certify that according to the records of this office,

INTERNATIONAL CABLE CORPORATION

is a domestic corporation organized on July 2, 1999, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin
Secretary of the Commonwealth

*MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.