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Certified Copies	_ Certificates	of Status		
Special Instructions to	Filing Officer:			



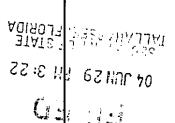


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UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

HOLD FOR PICKUP BY UCC SERVICES OFFICE USE ONLY

June 29, 2004

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

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Filing Evidence □ Plain/Confirmation C	Сору		_	Type of Docum Certificate of Sta		ATTACON TO SECOND	L JUH 29 PH 3: 22
□ Certified Copy				Certificate of Go	od Standing	LORIDA	3; 2?
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Other



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

June 29, 2004

UCC FILING & SEARCH

TALLAHASSEE, FL 32301

SUBJECT: FRANPEARL EQUITIES CORP.

Ref. Number: W04000024954

Please tee.p file date of 6/19:1 OL JULY 29 P.A 3: 22
TANTE A PLORIDA

We have received your document for FRANPEARL EQUITIES CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$78.75 payment.

An officer or director must please sign the application at the bottom of page 2 in Item 13.

Also, please note that we must have documents with original signatures, and an original certificate.

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) 245-6914.

Buck Kohr Document Specialist

Letter Number: 804A00042384

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

REGISTER A FO	REIGN CORPORATION TO TRANSACT	STATUTES, THE FOLLOWING IS SUBMITTED TO BUSINESS IN THE STATE OF FLORIDA CONTROL STATUTES, THE FOLLOWING IS SUBMITTED TO
(Enter name of o	corporation; must include "INCORPORATED Corp," "Inc," "Co," or "Corp.")	STATUTES, THE FOLLOWING IS SUBMITTED TO BUSINESS IN THE STATE OF FLORIDA D," "COMPANY," "CORPORATION," The adopted for the purpose of transacting business in Florida.
(If name unavail	lable in Florida, enter alternate corporate nam	ne adopted for the purpose of transacting business in Floriday
2. New York		3. 13-3170356
	under the law of which it is incorporated)	(FEI number, if applicable)
4. July 11, 1983		s perpetual
(Date	e of incorporation)	(Duration: Year corp. will cease to exist or "perpetual")
6. June 30, 2004	ļ	
		in Florida, if prior to registration) 1502, F.S., to determine penalty liability)
7 _. 1332 N. Ocean	Blvd., Palm Beach, Florida 33480	
	(Principal office ac	ldress)
120 West 23rd	Street, New York, New York 10011	
	(Current mailing ac	idress)
8. To invest in rea	al estate	
	s) of corporation authorized in home state or	country to be carried out in state of Florida)
9. Name and street	et address of Florida registered agent: (P	.O. Box NOT acceptable)
Name:	Arthur Minerof	
Office Address:	1332 N. Ocean Blvd.	
	Palm Beach	, Florida Arthur Minerof
	(City)	(Zip code)
Having been nam designated in this further agree to c	application, I hereby accept the appoin	uneal

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: Arthur Minerof
Address: 120 West 23rd Street
New York, New York 10011
Vice Chairman: Lawrence Genco
Address: 120 West 23rd Street
New York, New York 10011
Director:
Address:
Director:
Address:
Additions.
B. OFFICERS
President: Arthur Minerof
Address: 120 West 23rd Street
New York, New York 10011
Vice President: Lawrence Genco
Address: 120 West 23rd Street
New York, New York 10011
Sceretary: Thijis Menger
Address: 120 West 23rd Street, New York, New York 10011
Treasurer:
Address:
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. 13
14. Arthur Minerof, President
(Typed or printed name and capacity of person signing application)

State of New York State State

I hereby certify, that the Certificate of Incorporation of FRANPEARL EQUITIES CORP. was filed on 07/11/1983, 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.



Witness my hand and the official seal of the Department of State at the City of Albany, this 11th day of June two thousand and four.

Secretary of State

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