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#### TRANSMITTAL LETTER

Registration Section Division of Corporations					
SUBJECT: ELITE CAPITAL CONSULTANTS 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 ransact business in Florida.					
lease return all correspondence concerning this matter to the following:					
ROBERT BOMMARITO, ESQ.	_				
(Name of Person)	•				
CAPELL & VISHNICK, LLP					
(Firm/Company)					
3000 MARCHS AVENUE, SHITE 1E9					
(Address)	•				
LAKE SUCCESS, NEW YORK 11042					
(City/State and Zip code)					
or further information concerning this matter, please call:					
ROBERT BOMMARITO, ESQ. at ( 516 ) 437-4385 x 143					
(Name of Person) (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					
nclosed is a check for the following amount:					
\$ \$70.00 Filing Fee \$ \$78.75 Filing Fee \$ \$ \$78.75 Filing Fee \$ \$ \$87.50 Filing Fee, Certificate of Status Certified Copy Certified Copy	&				



August 8, 2005

ROBERT BOMMARITO, ESQ. Attorney 516.437.4385 x143 Rbommarito@CapellVishnick.com

Howard Capell (withdrawn from firm)

Edward M. Dweck (1948-1991)

#### VIA CERTIFIED MAIL RETURN RECEIPT REQUESTED

Diane Cushing Florida Department of State Divisions of Corporations P.O. Box 6327 Tallahassee, FL 32314

> Re: Elite Capital Consultants Inc. Reference Number: W05000034679

Dear Ms. Cushing:

I am in receipt of your letter dated July 20, 2005 regarding the above referenced matter: Enclosed please find an original Certificate of Existence issued by the NYS Department of State as per you request. Accordingly, please forward confirmation that the Certificate of Authority has been filed in your office.

If you have any questions please feel free to contact me.

Sincerely,

Robert Bommarito

Enclosures



#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

July 20, 2005

ROBERT BOMMARITO, ESQ. CAPELL & VISHNICK, LLP 3000 MARCUS AVENUE, SUITE 1E9 LAKE SUCCESS, NY 11042

SUBJECT: ELITE CAPITAL CONSULTANTS INC.

Ref. Number: W05000034679

We have received your document for ELITE CAPITAL CONSULTANTS 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):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6913.

Diane Cushing Document Specialist

Letter Number: 805A00047649

### 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.	ELITE CAPITAL CONSULTANTS INC.						
	(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")						
	(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)						
2.	NEW YORK 3. 200810115						
	(State or country under the law of which it is incorporated) (FEI number, if applicable)						
4.							
	(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")						
6.							
	(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)						
	200 SUNRISE HIGHWAY, 2nd Floor, ROCKVILLE CENTRE, NEW YORK 11570						
1.	(Principal office address)						
	SAME						
	(Current mailing address)						
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 NOT acceptable)						
	Name: RACHEL OSBOURNE						
0	ffice Address: 600 N. Surf RD  Hollywood, Florida 33019 (City) (Zip code)						
	Hollywood, , Florida 33019						
	(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.

Registered agent's signature)

(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:	
Address:	
Vice Chairman:	
Address:	
D'	
Director:	
Address:	<del></del>
Director:	
Address:	
B. OFFICERS	
President: ANTONIO RUSSO	
Address: 200 SUNRISE HIGHWAY, 2nd Floor	
ROCKVILLE CENTRE, NEW YORK 11570	
5	
	<del></del>
Address: 200 SUNRISE HIGHWAY, 2nd Floor, ROCKVILLE CENTRE, NEW YORK 1	1570
Secretary: SHAWN B. DWYER	
Address: 200 SUNRISE HIGHWAY, 2nd Floor, ROCKVILLE CENTRE, NEW YORK 11	1570
Treasurer:	
Address:	
NOTE: If necessary, you may attach an addendum to the application listing additional officers an	id/or directors.
13. (Signature of Director or Officer listed in number 12 of the application)	
Antonia PUCCA PROGRATALT	
(Typed or printed name and capacity of person signing application)	

## State of New York Department of State

I hereby certify, that the Certificate of Incorporation of ELITE CAPITAL CONSULTANTS INC. was filed on 03/01/2004, 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 an existing corporation.

Witness my hand and the official seal of the Department of State at the City of Albany, this 01st day of August two thousand and five.

Secretary of State

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