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Florida Department of State
 Division of Corporations
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TEXT

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

From:
 Account Name : CORPORATION SERVICE COMPANY
 Account Number : I20000000195
 Phone : (850) 521-1000
 Fax Number : (850) 558-1575

REFAX

FOREIGN PROFIT QUALIFICATION

ATLANTIC ACQUISITION CORP.

Certificate of Status	0
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 DIVISION OF CORPORATION

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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[Handwritten Signature]

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. Atlantic Acquisition Corp.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ina," "Co.," or "Corp.")

Atlantic Acquisition Corp. of Delaware
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JULY 1, 2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon registration
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 15 East Union Avenue, East Rutherford, NJ 07073
(Principal office address)

15 East Union Avenue, East Rutherford, NJ 07073
(Current mailing address)

8. to transact all lawful business.
(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: 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

BY: 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.

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

05 AUG 26 AM 8:32
STATE
TALLAHASSEE, FLORIDA

AUG. 10. 2005, 6:53PM CORP SERVICE COMP

A. DIRECTORS

Chairman: Michael Lynch

Address: Oldcastle, Inc., 378 Northridge Road Suite 350 Atlanta, GA 30350

Vice Chairman: None.

Address: _____

Director: Robert Feury, Jr.

Address: Atlantic Acquisition Corp., 15 East Union Avenue, East Rutherford, NJ 07073

Director: Ron Pilla

Address: Atlantic Acquisition Corp., 15 East Union Avenue, East Rutherford, NJ 07073

B. OFFICERS

President: Standish Crippen

Address: Atlantic Acquisition Corp., 945 Wagner Place, Fort Pierce, Florida

Vice President: Robert Feury, Jr.

Address: Atlantic Acquisition Corp., 15 East Union Avenue, East Rutherford, NJ 07073

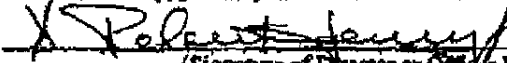
Secretary: Brian Reilly

Address: Atlantic Acquisition Corp., 15 East Union Avenue, East Rutherford, NJ 07073

Treasurer: Brian Reilly

Address: Atlantic Acquisition Corp., 15 East Union Avenue, East Rutherford, NJ 07073

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Robert Feury, Jr., Director & Executive VP
(Typed or printed name and capacity of person signing application)

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PAGE 1

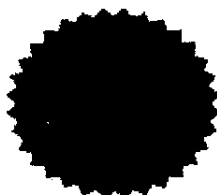
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ATLANTIC ACQUISITION CORP." 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 ELEVENTH DAY OF AUGUST, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ATLANTIC ACQUISITION CORP." WAS INCORPORATED ON THE FIRST DAY OF JULY, A.D. 2004.

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

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AUTHENTICATION: 4084581

DATE: 08-11-05

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