

To: +1 (850) 205-0383  
Subject:

From: Patricia Radlock

Friday, December 30, 2005 1:01 PM Page: 1 of 5

**F06 000000005**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

*\*Please  
back-date to  
12.27.05.  
See  
attached  
fax  
confirmation*

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000292582 3))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

*\*File Send  
see below...*

From: Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850)222-1173  
Fax Number : (850)224-1640

*0631.46065*

RECEIVED  
05 DEC 30 AM 7:05  
DIVISION OF CORPORATION

**FOREIGN PROFIT QUALIFICATION**

**VIDAL PARTNERSHIP, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	<del>4</del> 5
Estimated Charge	\$78.75

2005 DEC 27 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

~~\*File after merger of  
Vidal Partnership (Florida), Inc.  
submitted earlier. Please file this  
and back-date to 12.27.05. See attached  
fax confirmation.~~

12/27/2005 4:23:35 PM

T. Hampton JAN 03 2006

H05000292582 3

**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. VIDAL PARTNERSHIP, 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. 13-3653538  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 13, 2004 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 228 EAST 45TH STREET, FLOOR 11, NEW YORK, NY 10017  
(Principal office address)  
228 EAST 45TH STREET, FLOOR 11, NEW YORK, NY 10017  
(Current mailing address)

8. Advertising Agency  
(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: NRAI Services, Inc.

Office Address: 2731 Executive Park Drive, Suite 4

Weston, Florida 33331  
(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.*

NRAI SERVICES, INC.  
By: Geraldine Miranda Geraldine Miranda, Asst. Secretary  
(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:

2005 DEC 27 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

H05000292582 3

H05000292582 3

**A. DIRECTORS**

Chairman: Manolo Vidal

Address: 228 East 45th Street, Floor 11, New York, NY 10017

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Manolo Vidal

Address: 228 East 45th Street, Floor 11, New York, NY 10017

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Antonio Ruiz

Address: 228 East 45th Street, Floor 11, New York, NY 10017

Treasurer: Carlos Hernandez

Address: 228 East 45th Street, Floor 11, New York, NY 10017

2005 DEC 27 AM 11 38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

VIDAL PARTNERSHIP, INC.

By:   
Manolo Vidal, President

H05000292582 3

H05000292582 3

**State of New York**  
**Department of State** } **SS:**

*I hereby certify, that the Certificate of Incorporation of VIDAL PARTNERSHIP, INC. was filed on 02/04/1992, under the name of VIDAL, REYNARDUS & MOYA, INC., 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.*

*A Certificate of Amendment VIDAL, REYNARDUS & MOYA, INC., changing its name to VIDAL PARTNERSHIP, INC., was filed 12/28/1999.*



\*\*\*

*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 23rd day of December  
two thousand and five.*

A handwritten signature in black ink, appearing to read "Daniel Shapiro".

Daniel Shapiro  
Special Deputy Secretary of State