

03

4-27-06
KCP

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. PPTS BC Corp.

(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. Delaware

(State or country under the law of which it is incorporated)

3. applied for

(FEI number, if applicable)

4. 04/21/06

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

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

7. 383 Madison Avenue, New York, New York 10179

(Principal office address)

383 Madison Avenue, New York, New York 10179

(Current mailing address)

8. See Attached

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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.

Arlene Bernal, Assistant Secretary of CT Corporation System

By: 

(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:

FILED

2006 APR 25 A 10:00

Purpose Clause

The purpose for which the corporation is qualified is to engage in any lawful act or activity for which corporations may be qualified under Florida statute no. 607-1503.

2006 APR 26 A 10:00
SECTION 100
TALL

FILED

A. DIRECTORS

Chairman: See Attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

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

14. John M. Gorman, President

(Typed or printed name and capacity of person signing application)

FILED
APR 26 2006
10:00
TOLSON
FBI

Directors and Officers

Directors:

Paul M. Friedman
John M. Garzone

Officers

Thomas F. Marano
John M. Garzone
Paul M. Friedman
Marc Toscano
Jeffrey M. Farber
Robert Janukowicz
Joseph T. Jurkowski
Jr.

Title

Chief Executive Officer,
President
Senior Vice President
Secretary
Controller
Tax Director
Assistant Secretary

All of the above directors and officers are at the following business address:

383 Madison Avenue, New York, New York 10179

FILED
2005 APR 26 A 10:00
RECORDED
TOLSON

CT CORP

04/26/2006 09:30 85022227615

Purpose Clause

The purpose for which the corporation is qualified is to engage in any lawful act or activity for which corporations may be qualified under Florida statute no. 607-1503.

FILED

2006 APR 26 A 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

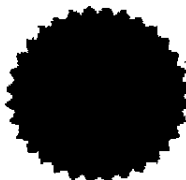
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PPTS BC 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 TWENTY-FOURTH DAY OF APRIL, A.D. 2006.

FILED

2006 APR 26 A 10:00

SECRETARY OF STATE
DEPARTMENT OF REVENUE
TREASURY



4146450 8300

060374361

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4687909

DATE: 04-24-06