

F07000001566

Page 1 of 1

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**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.

((H07000073542 3)))



H070000735423ABC

**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)205-0381

From:

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 MAR 21 AM 10:38

FILED

**FOREIGN PROFIT/NONPROFIT CORPORATION**

**GERALD METALS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

8. SIMON MAR 23 2007

**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. Gerald Metals, 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. Delaware 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 2, 1969 5. perpetual  
(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)
7. 680 Washington Blvd., Stamford, CT 06901  
(Principal office address)
- (Current mailing address)
- Any lawful activity within the purposes for which corporations may be organized under the Delaware  
General Corporation Law and the Florida Business Corporation Act
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: 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: Doreen F. Wallace  
(Registered agent's signature)

**Doreen F. Wallace**  
as its agent

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.

FILED  
07 MAR 21 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: SEE ATTACHED SCHEDULE A FOR LIST OF OFFICERS AND DIRECTORS

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

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

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

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

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

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

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

B. OFFICERS

President: SEE ATTACHED SCHEDULE A FOR LIST OF OFFICERS AND DIRECTORS

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

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

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

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

14. JA Malakoff, CFO  
(Typed or printed name and capacity of person signing application)

FILED  
07 MAR 21 AM 10:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **SCHEDULE A**

### **GERALD METALS, INC.**

#### **OFFICERS & DIRECTORS**

<u><b>NAME</b></u>	<u><b>TITLE</b></u>	<u><b>BUSINESS ADDRESS</b></u>
Lloyd Lander	President & Chief Executive Officer and Chairman of the Board of Directors	1500 Ocean Drive Unit 802 Miami Beach, FL 33139
Fabio Calia	Chief Operating Officer and Director	680 Washington Blvd. Stamford, CT 06901
Jeff Malakoff	Chief Financial Officer	680 Washington Blvd. Stamford, CT 06901
Thomas Zabrodsky	Executive Vice President and Director	680 Washington Blvd. Stamford, CT 06901
Roger Liechti	Treasurer	680 Washington Blvd. Stamford, CT 06901
Gary Lerner, Esq.	Corporate Secretary	680 Washington Blvd. Stamford, CT 06901
Boris Kripitser	Director	680 Washington Blvd. Stamford, CT 06901
Mark Tsatskin	Director	680 Washington Blvd. Stamford, CT 06901
Sam Valler	Director	680 Washington Blvd. Stamford, CT 06901
G. L. Zhao	Director	680 Washington Blvd. Stamford, CT 06901

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GERALD METALS, INC." 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-FIRST DAY OF MARCH, A.D. 2007.

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.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GERALD METALS, INC." WAS INCORPORATED ON THE SECOND DAY OF JUNE, A.D. 1969.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

0715128 8300

070340993

AUTHENTICATION: 5523749

DATE: 03-21-07

NO. 072 P. 5/5

MAR. 21. 2007 9:18AM C S C