

F 11 0000000 481

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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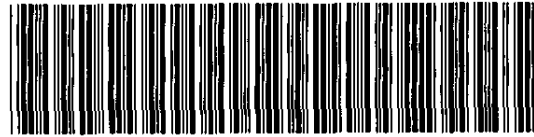
(Business Entity Name)

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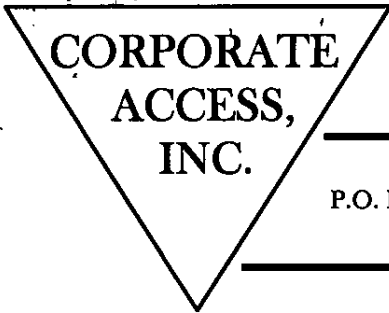
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Foreign

1.

WHY Advisors NY, Inc.
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:



FLORIDA DEPARTMENT OF STATE
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February 3, 2011

CORPORATE ACCESS, INC.

SUBJECT: UHY ADVISORS NY, INC.
Ref. Number: W11000006540

We have received your document for UHY ADVISORS NY, INC. and your check(s) totaling \$1178.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct #4 to be consistent with the certificate.

If you have any further questions concerning your document, please call (850) 245-6901.

Pamela Smith
Regulatory Specialist II
New Filing Section

Letter Number: 811A00002877

Corrected
&
Resubmitted
2/3/11

**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. UHY Advisors NY, 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. Massachusetts

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

3. 14-1555429

(FEI number, if applicable)

4. Feb. 18, 1999

(Date of incorporation)

5. Perpetual

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

6. December 1, 2006

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 66 S. Pearl Street, Suite 400, Albany, NY 12207

(Principal office address)

555 Long Wharf Drive, 13th Floor, New Haven, CT 06511

(Current mailing address)

8. Tax and Business Consulting Services

(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

(City)

, Florida 33331

(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)

Joanne Caswell, Asst. Secy.

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.

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

A. DIRECTORS

Chairman: Richard G. Kotlow, Director

Address: 66 S. Pearl Street, Suite 400 Albany, NY 12207

Vice Chairman: Howard S. Foote, Director

Address: 66 S. Pearl Street, Suite 400 Albany, NY 12207

Director: Anthony P. Frabotta, Director

Address: 12900 Hall Road, Suite 510, Sterling Heights, MI 48313-1153

Director: Richard G. David, Director

Address: 12900 Hall Road, Suite 510, Sterling Heights, MI 48313-1153

B. OFFICERS

President: Richard G. Kotlow, President and Chief Executive Officer

Address: 66 S. Pearl Street, Suite 400 Albany, NY 12207

Vice President: Anthony P Frabotta, Vice President

Address: 12900 Hall Road, Suite 510, Sterling Heights, MI 48313-1153

Secretary: Marc Goldfischer, Clerk/Secretary

Address: 19 West 44th Street, 12th Floor, New York, NY 10036

Treasurer: Howard S. Foote, Chief Financial Officer and Tresurer

Address: 66 S. Pearl Street, Suite 400 Albany, NY 12207

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

13. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Richard G. Kotlow, President and Chief Executive Officer

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

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UHY Advisors NY, Inc.
Supplemental Page to Florida Qualification
Question 12 – Additional Officers

Stuart Jay Mandel – Assistant Clerk/Assistant Secretary
555 Long Wharf Drive, 13th Floor
New Haven, CT 06511

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William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

January 31, 2011

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

UHY ADVISORS NY, INC.

is a domestic corporation organized on February 18, 1999, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

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In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Processed By: jhr