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C T CORPORATION SYSTEM
Director's Name
1311 Executive Center Drive, nte. 200
Address
Tallahassee, FL 32301 (904) 656-0290
City State Zip Phone

CORPORATION(S) NAME

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Wife (1-18-75)

MSPS Reflections, Inc

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark <i>mta</i>
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of H.A.
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Fictitious Name
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call if Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	
<input type="checkbox"/> Mail Out		

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1995

CT SYSTEM

SUBJECT: MSPS REFLECTIONS, INC.
Ref. Number: W95000006138

RECEIVED
MAR 23 1995

We have received your document for MSPS REFLECTIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

Please note that the attachment with additional officers does not list addresses. We have returned both originals to you for correction. Please also note that the limited partnership filing you also submitted has been retained in our office and will be forwarded for filing once this application has been filed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 695A00012338

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. MSPS REFLECTIONS, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. March 9, 1995
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.165, F.S.))
7. c/o CMS Companies, 1926 Arch Street
Philadelphia, PA 19103
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: 1200 S. Pine Island Road
Plantation, 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.


(Registered agent's signature)
ALLAN FARNELL, ASSISTANT SECRETARY

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Mark I. Solomon

Address: 1926 Arch Street

Philadelphia, PA 19103

Director: Paul Silberberg

Address: 1926 Arch Street

Philadelphia, PA 19103

B. OFFICERS

President: Paul Silberberg

Address: 1926 Arch Street

Philadelphia, PA 19103

Vice President: Richard A. Mitchell

Address: 1926 Arch Street

Philadelphia, PA 19103

Secretary: Dean S. Adler

Address: 1926 Arch Street

Philadelphia, PA 19103

Treasurer: Dean S. Adler

Address: 1926 Arch Street

Philadelphia, PA 19103

See Attachment

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

13.

Richard A. Mitchell V.P.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Richard A. Mitchell, Vice President
(Typed or printed name and capacity of person signing application)

Attachment to Application by Foreign Corporation for
Authorization to Transact Business in Florida
for
MSPS Reflections, Inc

12.B. OFFICERS

Dean S. Adler	Vice President
Richard A. Mitchell	Assistant Secretary
William A. Landman	Vice President/Assistant Secretary
Caryn L. Kinzig	Vice President/Assistant Secretary
Linda DeJure	Vice President/Assistant Secretary
Ingrid R. Welch	Vice President/Assistant Secretary
Denise M. Speranza	Assistant Secretary

ALL THE ABOVE ARE LOCATED AT THE ADDRESS LISTED BELOW:

1926 Arch Street
Philadelphia, PA 19103

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MSPS REFLECTIONS, 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 NINTH DAY OF MARCH, A.D. 1995.

03-09-95 PM 1:24



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION

DATE

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