

F95000001656

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

200001435322
-03/21/95--01112--014
*****78.75 *****78.75

SUBJECT: DEDICATED RESOURCES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

MICHAEL ZADOFF
(Name of Person)

DEDICATED RESOURCES, INC
(Firm/Company)

4723 W. ATLANTIC AV. A-2
(Address)

DELRAY BEACH, FL. 33445
(City, State and Zip Code)

W95-6269

Should you need to call someone concerning this matter, please call:

MICHAEL ZADOFF at (407) 495-1934.
(Name of Person) Area Code & Daytime Telephone Number

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DIVISION OF CORPORATIONS
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COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 21, 1995

MICHAEL ZADOFF
DEDICATED RESOURCES, INC.
4723 W. ATLANTIC AVE. A-2
DELRAY BEACH, FL 33445

SUBJECT: DEDICATED RESOURCES, INC.
Ref. Number: W9500006269

We have received your document for DEDICATED RESOURCES, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

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".

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

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

Lee Rivers
Document Examiner

Letter Number: 795A00012680

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

DEDICATED RESOURCES, Inc.

4723 West Atlantic Avenue • Suite A2 • Delray Beach • Florida • 33445
(407) 495-1934 • Fax (407) 495-9089
1-800-877-5026

Mr. Lee Rivers
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

March 27, 1995

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RE: AFFIDAVIT TO CORRECT ERRONEOUS INFORMATION

I, Michael Zadoff, Sole stockholder and President of Dedicated Resources, Inc. (a New York Corporation) erroneously submitted information on the Application by Foreign Corporation for Authorization to Transact Business in Florida, indicating the Date business first was first transacted business in the State of Florida as 12/1/94.

The date submitted, 12/1/94, was the date we leased offices in the City of Delray Beach, Florida.

The actual date Dedicated Resources, Inc. started transacting business in the State of Florida was January 5, 1995.

Submitted by:

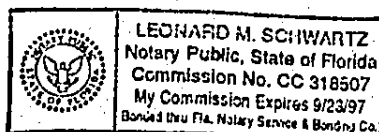
Dedicated Resources, Inc.


by: Michael Zadoff
President

STATE OF FLORIDA 27 MARCH 1995 SUBSCRIBED, SWORN TO AND ACKNOWLEDGED BEFORE ME

COUNTY OF PALM BEACH
MY COMMISSION EXPIRES 9/23/97


NOTARY PUBLIC



**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. DEDICATED RESOURCES, INC.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words of
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. NEW YORK

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

3. 16-136-4793

(FEI number, if applicable)

4. 12/27/88

(Date of incorporation)

5. PERPETUAL

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

6. 12-1-94

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 4723 W. ATLANTIC AV. SUITE A-2

DELRAY BEACH, FL 33445

(Current mailing address)

8. ANY LAWFULL BUSINESS ACTIVITY

(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: MICHAEL ZADOFF

Office Address: 4723 W. ATLANTIC AV. STE A-2

DELRAY BEACH

, Florida, 33445
(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.

Michael Zadoff
(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: MICHAEL ZADOFF

Address: 15766 LOCH MARIE LN

DELRAY BEACH, FL 33446

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. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MICHAEL ZADOFF, PRESIDENT
(Typed or printed name and capacity of person signing application)

State of New York
Department of State | **ss:**

I hereby certify, that the certificate of incorporation of DEDICATED RESOURCES, INC. was filed on 12/27/1988, under the name of MDI DEVELOPMENT CORPORATION, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment MDI DEVELOPMENT CORPORATION, changing name to DEDICATED RESOURCES, INC. , was filed 03/11/1992.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 06th day of March
one thousand nine hundred and
ninety-five.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Alexander F. Treadwell

Secretary of State

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