

F9500002027

1201 HUNTER STREET  
MIAMI, FL 33131  
954-222-9177  
954-222-0390 FAX

**CSC networks**  
PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 585542 86901Q

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 26, 1995

ORDER TIME : 10:38 AM

ORDER NO. : 585542

CUSTOMER NO: 86901Q

CUSTOMER: Ms. Ann Jones  
Prentice Hall Legal &  
1 Biscayne Tower  
2 South Biscayne Blvd, #1810  
Miami, FL 33131

FOREIGN FILINGS

NAME: A.E. LAND CORP.

XX PROFIT  
       NON-PROFIT

XX CORPORATE  
       LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
95 APR 26 PM 12:39

600001485216  
-04/26/95--01052--003  
\*\*\*\*122.50 \*\*\*\*122.50

RECEIVED  
95 APR 26 AM 11:15  
DIVISION OF CORPORATION



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

April 13, 1995

**CSC NETWORKS**  
**1201 HAYS STREET**  
**TALLAHASSEE, FL 32301**

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DIVISION OF CORPORATIONS  
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The name **A.E. LAND CORP.** has been reserved for 120 days beginning April 13, 1995. The reservation number is R95000001644 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Carolyn Batten

Letter number: 195A00017026

**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. A.E. Land Corp.

(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. 13-3826784

(FEI number, if applicable)

4. April 18, 1995

(Date of Incorporation)

5. perpetual

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

6. N/A

(Date first transaction business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 115 East 57th Street, 10th Floor

New York, NY 10022

(Current mailing address)

8. Real estate development

(Purposes) 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:**

The Prentice-Hall Corporation  
Name: System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee

, Florida , 32301

(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.*

The Prentice-Hall Corporation System, Inc.

By: Caren M. Jones  
(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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CLERK OF CORPORATIONS  
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Allan Esrine  
Address: 115 East 57th Street, 10th Floor  
New York, NY 10022

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

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

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

B. OFFICERS

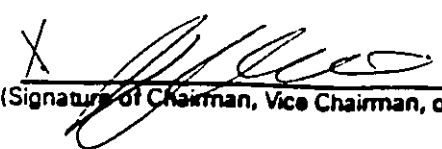
President: Allan Esrine  
Address: 115 East 57th Street, 10th Floor  
New York, NY 10022

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

Secretary: Allan Esrine  
Address: 115 East 57th Street, 10th Floor  
New York, NY 10022

Treasurer: Allan Esrine  
Address: 115 East 57th Street, 10th Floor  
New York, NY 10022

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

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

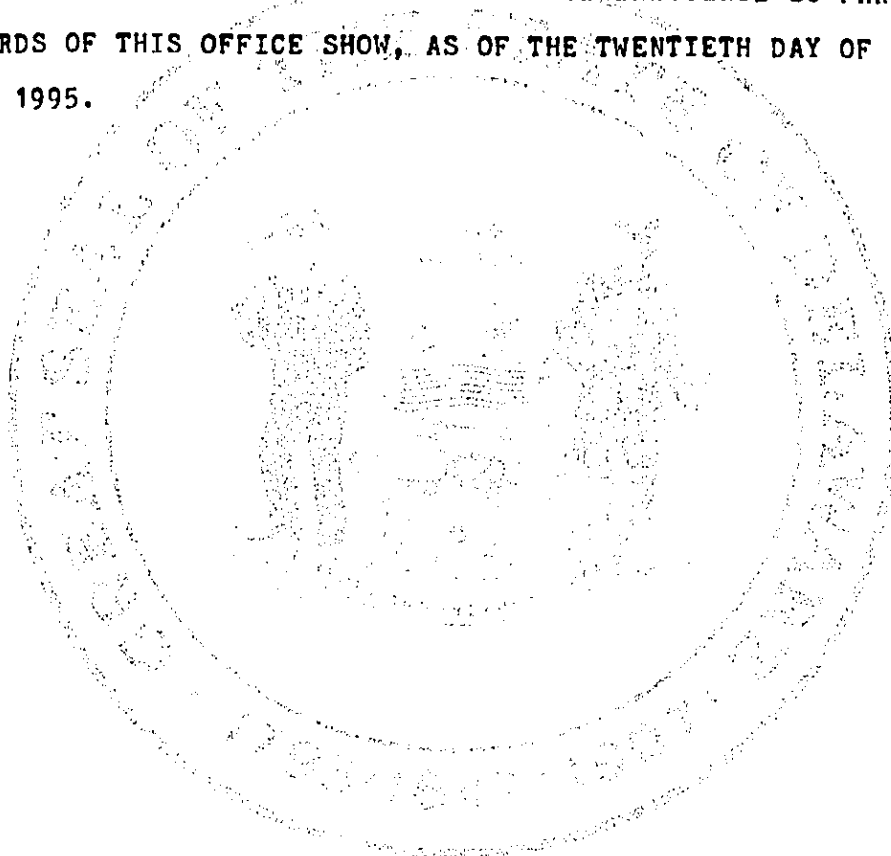
14. Allan Esrine  
(Typed or printed name and capacity of person signing application)

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**Office of the Secretary of State**

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "A.E. LAND 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 TWENTIETH DAY OF APRIL, A.D. 1995.



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DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7478444

DATE: 04-20-95