

F95000002138



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GLINDA P. BENNETT
Personal Representative

700001473757
-05/03/95--01127--001
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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Sandler Group, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILNGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

8/5/2
95 MAY -2 AM 11:29
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Examiner's Initials

**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. Sandler Group, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" 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. 65-0463259

(FBI number, if applicable)

4. November 30, 1993

(Date of incorporation)

5. Perpetual

(Duration: Year corporation will cease to exist or

6. May 1, 1995

(Date first transacted business in Florida. (See sections 607.130, 607.1502 and 617.155, F.S.)

7. 1050 Lee Wagner Boulevard, Suite 301

Ft. Lauderdale, Florida 33315

(Current mailing address)

8. Act as general partner in limited partnerships

(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: Lawrence N. Rosen
Office Address: 133 Sevilla
Coral Gables, Florida 33134

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)

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 corporation 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: Harvey Sandler
Address: 1050 Lee Wagner Boulevard, Suite 301
Ft. Lauderdale, Florida 33315

Director: Andrew Sandler
Address: 1050 Lee Wagner Boulevard, Suite 301
Ft. Lauderdale, Florida 33315

Director: Rickey Sandler
Address: 1050 Lee Wagner Boulevard, Suite 301
Ft. Lauderdale, Florida 33315

Director: David Ross
Address: 1050 Lee Wagner Boulevard, Suite 301
Ft. Lauderdale, Florida 33315

Director: Gary Rubin
Address: 1050 Lee Wagner Boulevard, Suite 301
Ft. Lauderdale, Florida 33315

B. OFFICERS

President: David Ross
Address: 1050 Lee Wagner Boulevard, Suite 301
Ft. Lauderdale, Florida 33315

Vice President: Andrew Sandler
Address: 1050 Lee Wagner Boulevard, Suite 301
Ft. Lauderdale, Florida 33315

Secretary: Lawrence N. Rosen
Address: 133 Sevilla
Coral Gables, Florida 33134

Treasurer: Gary Rubin
Address: 1050 Lee Wagner Boulevard, Suite 301
Ft. Lauderdale, Florida 33315

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

13 

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

14. Lawrence N. Rosen, Secretary

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

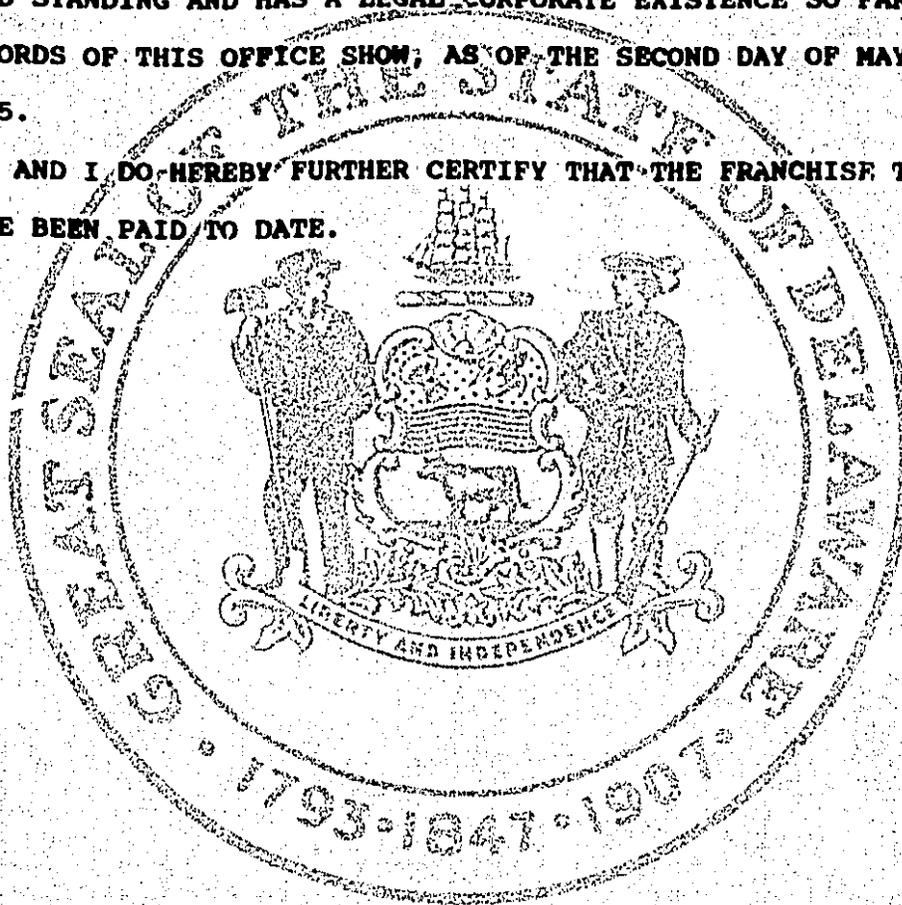
May 1, 1995 (Monday 12:55pm)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SANDLER GROUP, 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 SECOND DAY OF MAY, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 AM 11:12



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7491882

DATE:

05-02-95